ASSISTANT EDITORS:
JOHN MIESEGAES & **WARREN SIMONS**
ASSOCIATE EDITOR:
WARREN SIMONS
EDITOR:
AXEL ALONSO

SPIDER-MAN CREATED BY
STAN LEE & **STEVE DITKO**

COLLECTION EDITOR:
MARK D. BEAZLEY
ASSISTANT EDITOR:
DANIEL KIRCHHOFFER
ASSISTANT MANAGING EDITOR:
MAIA LOY
ASSOCIATE MANAGER, TALENT RELATIONS:
LISA MONTALBANO
ASSOCIATE MANAGER, DIGITAL ASSETS:
JOE HOCHSTEIN
DIRECTOR, PRODUCTION & SPECIAL PROJECTS
JENNIFER GRÜNWALD
VP PRODUCTION & SPECIAL PROJECTS:
JEFF YOUNGQUIST
RESEARCH:
JOHN RHETT THOMAS
LAYOUT:
JEPH YORK
BOOK DESIGNER:
RODOLFO MURAGUCHI

SVP PRINT, SALES & MARKETING:
DAVID GABRIEL

SR. MANAGER, DIGITAL:
TIM SMITH 3

DIGITAL PRODUCTION:
MEGHAN O'LEARY

EDITOR IN CHIEF:
C.B. CEBULSKI

SPECIAL THANKS TO
MIKE HANSEN

© 2022 MARVEL. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental.

the AMAZING SPIDER-MAN

WRITERS:
J. MICHAEL STRACZYNSKI (#30-58 & #500-514)
FIONA AVERY (co-plot & script, #55-56 & #503-505)
special thanks to **SAMM BARNES** (#49)

PENCILERS:
JOHN ROMITA JR.
(#30-58 & #500-508)
MIKE DEODATO JR.
(#509-514)
with **JOHN ROMITA SR.**
(#500 pages 35-38)

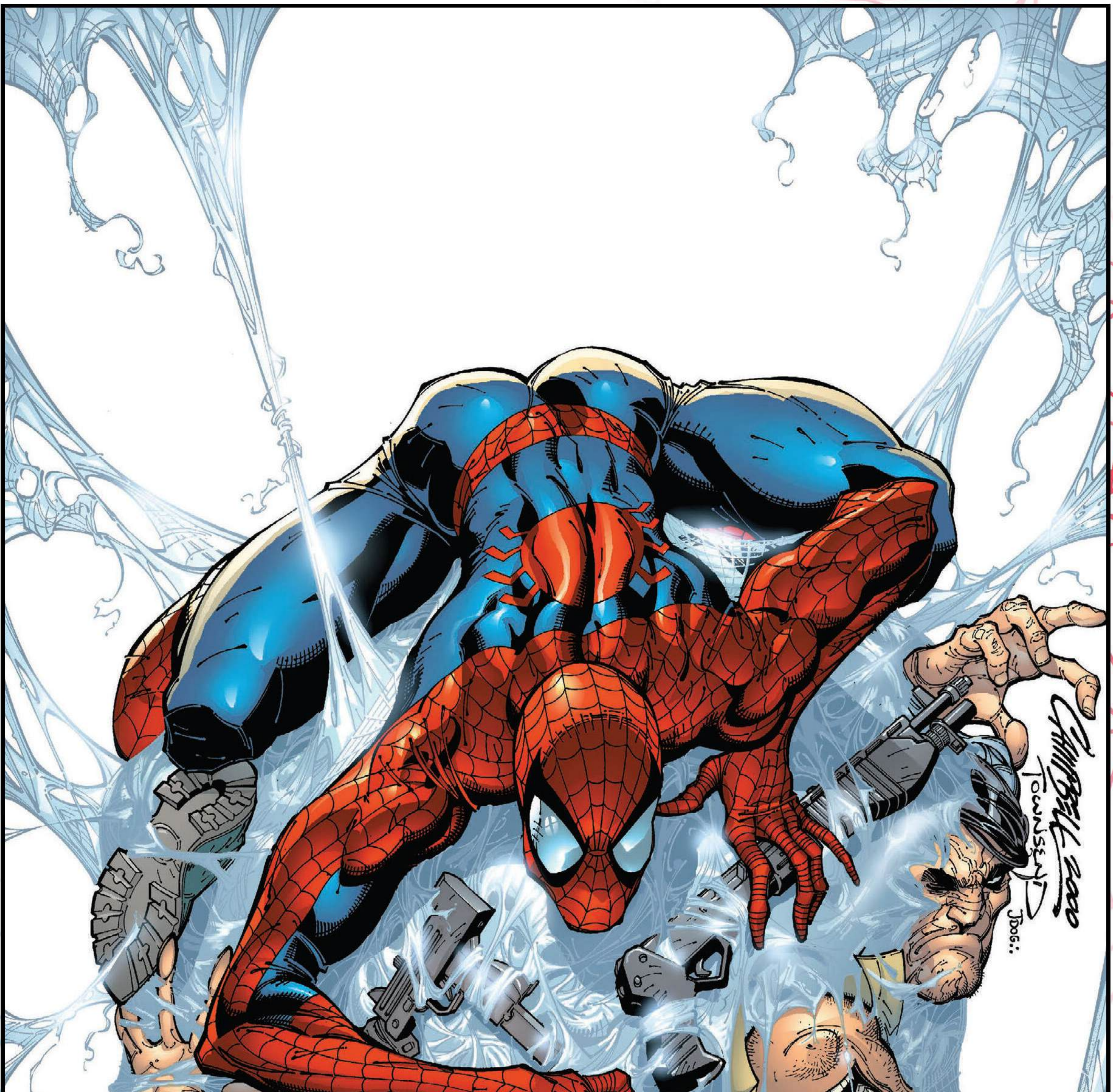
INKERS:
SCOTT HANNA
(#30-58 & #500-508)
JOE PIMENTEL
(#509-514)
with **SCOTT KOBLISH**
(#508 pages 20-23)

COLORISTS:
DAN KEMP
(#30-45 & #47-58)
AVALON STUDIOS
(#30-36 & #500)
BRIAN HABERLIN (#46)
MATT MILLA (#501-514)

LETTERERS:
RICHARD STARKINGS & COMICRAFT'S WES ABBOTT (#30-32 & #34-42),
SAIDA TEMOFONTE (#33), **JIMMY BETANCOURT** (#43-47),
RICHARD STARKINGS (#36 & #50) & **CO.** (#48-49),
VIRTUAL CALLIGRAPHY'S CHRIS ELIOPOULOS (#51-53 & #512-513),
RANDY GENTILE (#54, #56-58 & #500), **RUS WOOTON** (#55),
CORY PETIT (#501, #503-511 & #514) & **DAVE SHARPE** (#502)

COVER ARTISTS:
J. SCOTT CAMPBELL & **TIM TOWNSEND** (#30-35, #50-52 & #500)
KAARE ANDREWS (#37-39)
JASON PEARSON (#40-42 & #502)
JOHN ROMITA JR. & **SCOTT HANNA** (#43-45, #49, #53 & #503-508)
FRANK CHO (#46-48)
TERRY DODSON & **RACHEL DODSON** (#54)
MIKE DEODATO JR. (#55-56 & #509-514)
TONY HARRIS (#57-58 & #501)

COVER COLORISTS:
AVALON STUDIOS' JUSTIN PONSOR (#30)
AVALON STUDIOS' DAN KEMP (#31-32, #35, #40-42, #44-46, #48-52, #55-56, #500 & #503)
AVALON STUDIOS' MATT MILLA (#502, #504-508 & #513-514)
AVALON STUDIOS' BRIAN HABERLIN (#509-510)
AVALON STUDIOS (#33-34, #43, #47, #53-54 & #511-512)
KAARE ANDREWS (#37-39)
TONY HARRIS (#57-58 & #501)

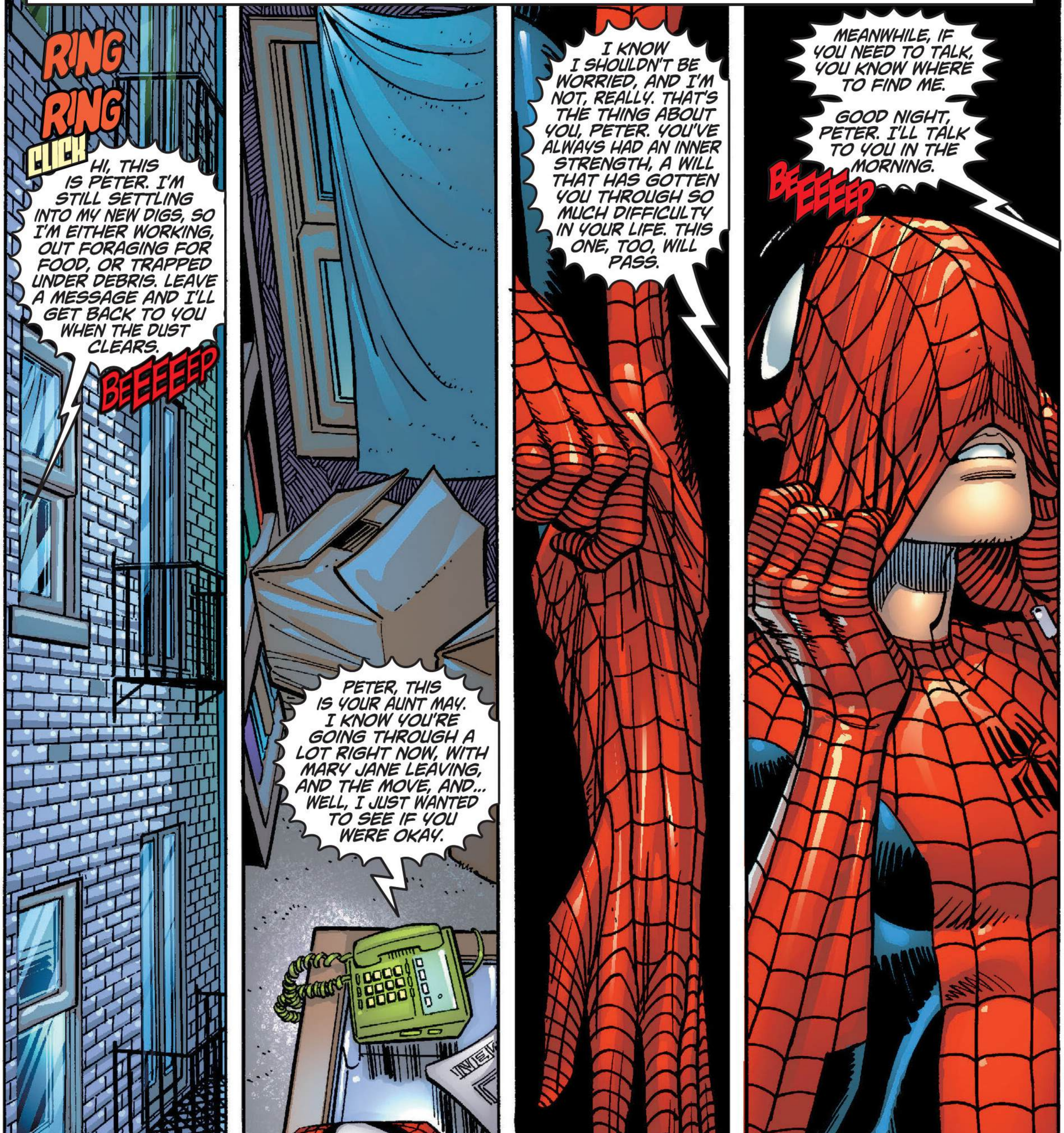

Campbell 2000
Townsend
JDog!!

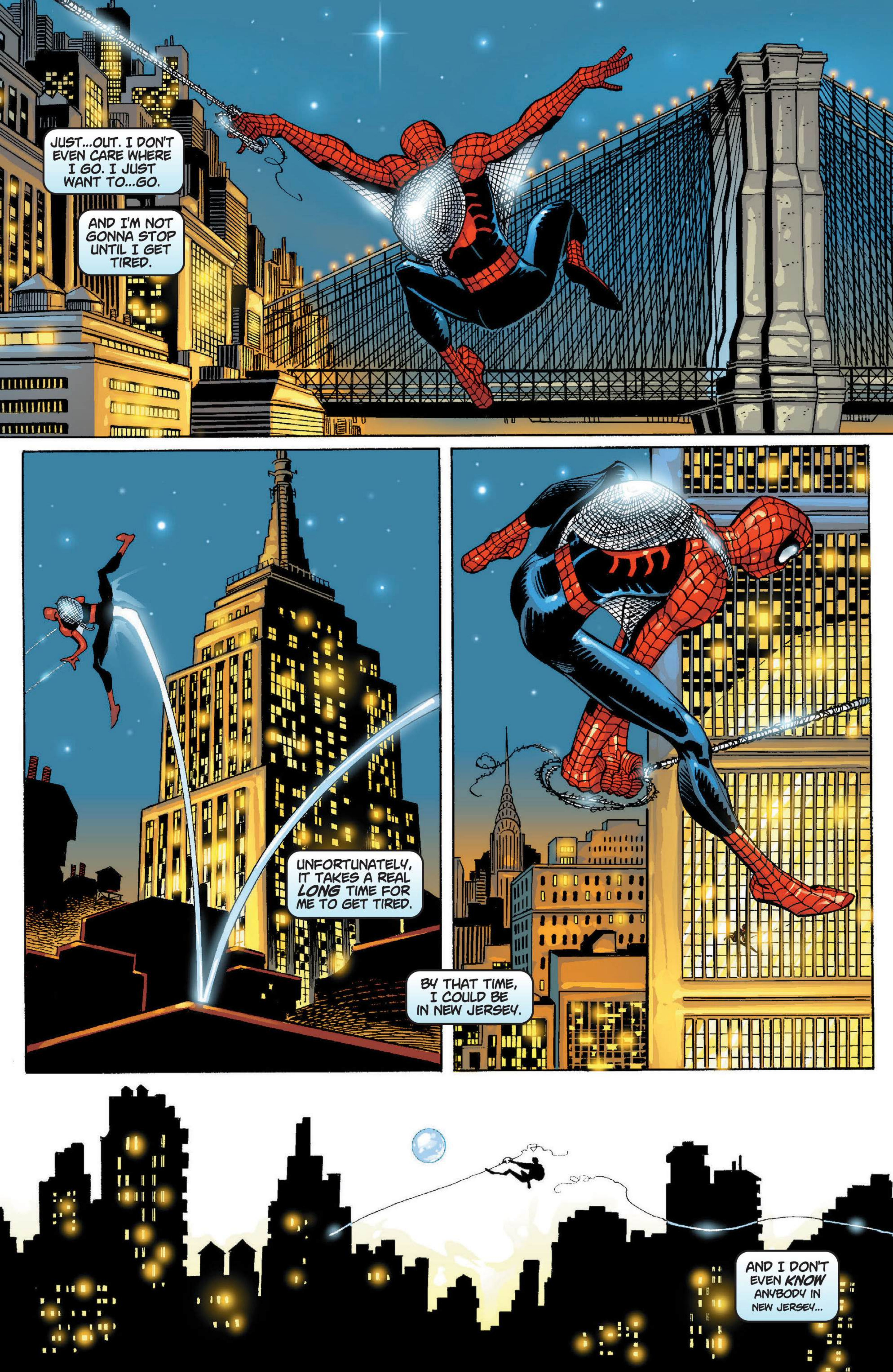
AMAZING SPIDER-MAN #30

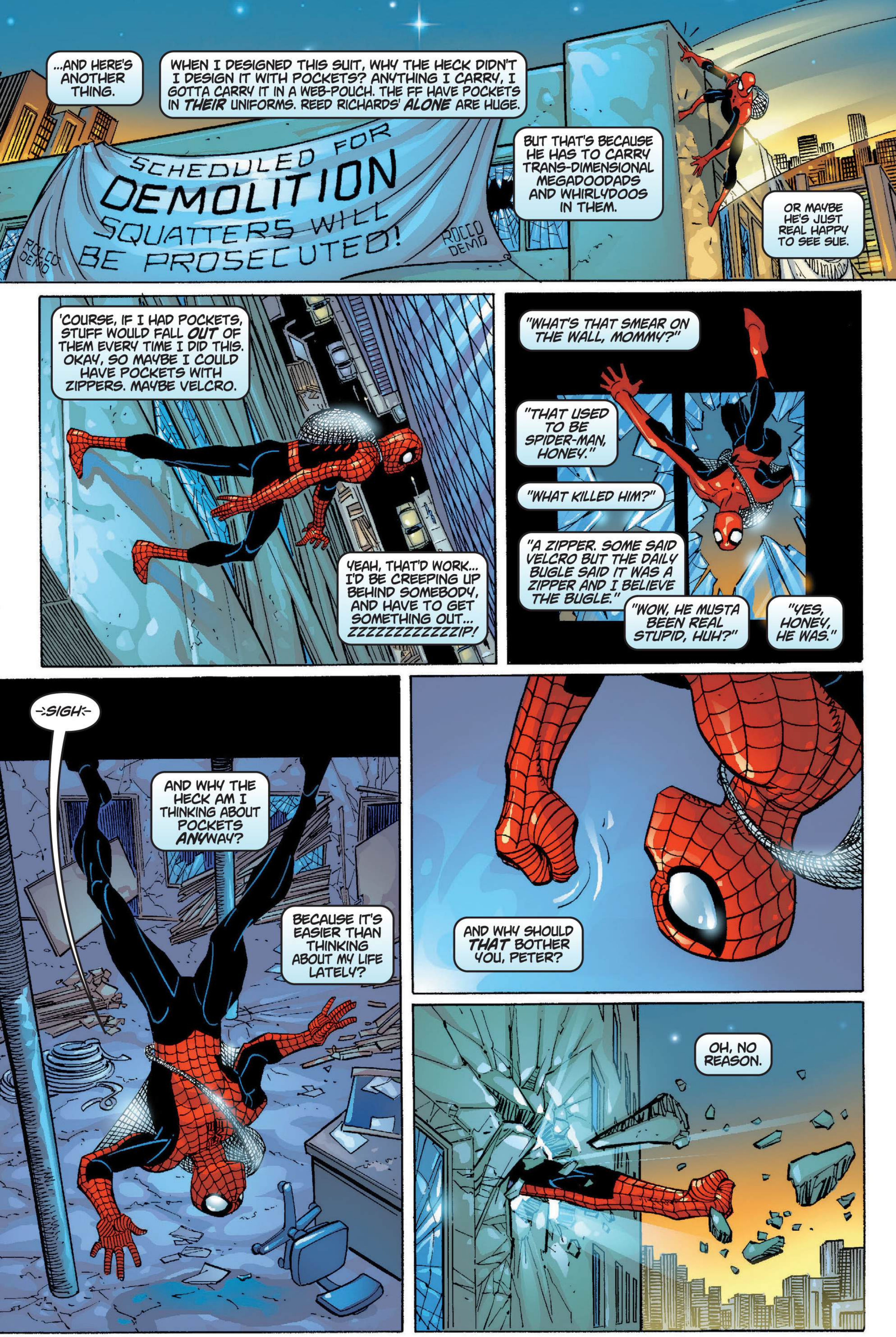
At a demonstration on Radiation, high school student Peter Parker was bitten by an Irradiated Spider from which he gained the Arachnid's Incredible Abilities. When a burglar killed his beloved Uncle Ben, a grief-stricken Peter vowed to use his Great Powers in the service of his fellow man, because he learned an invaluable lesson: With Great Power there must also come Great Responsibility.

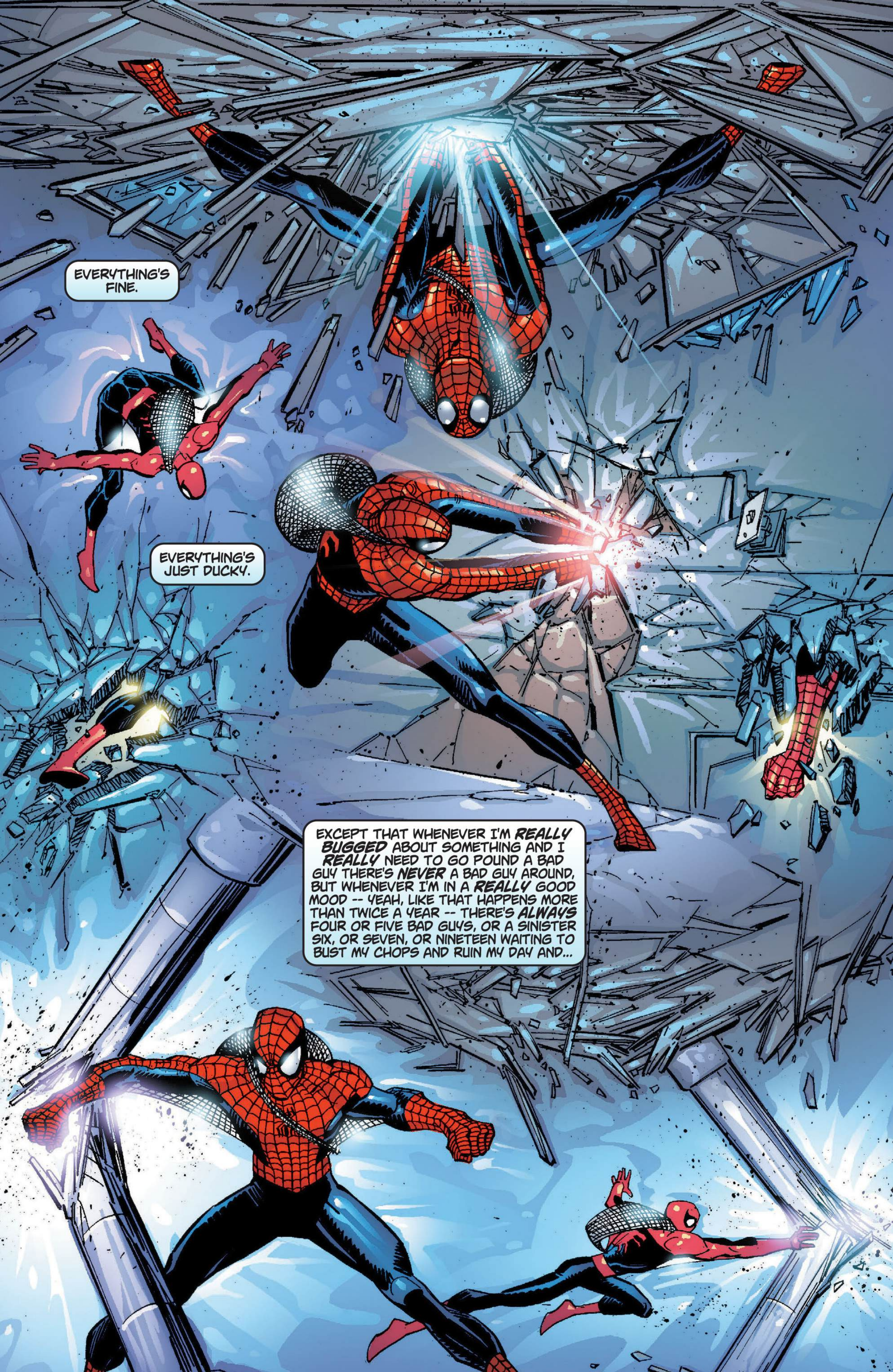
Stan Lee Presents:

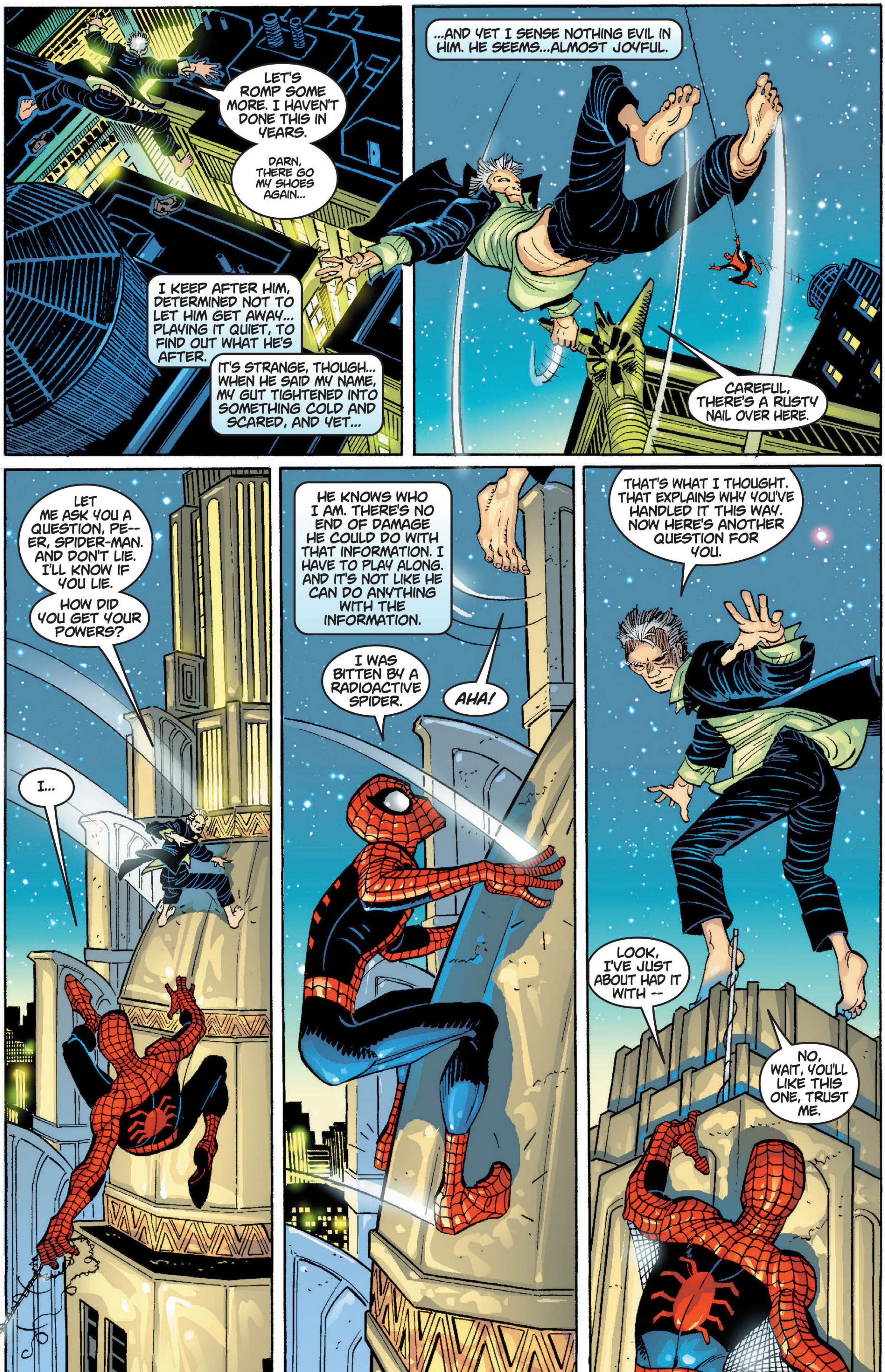
THE AMAZING SPIDER-MAN

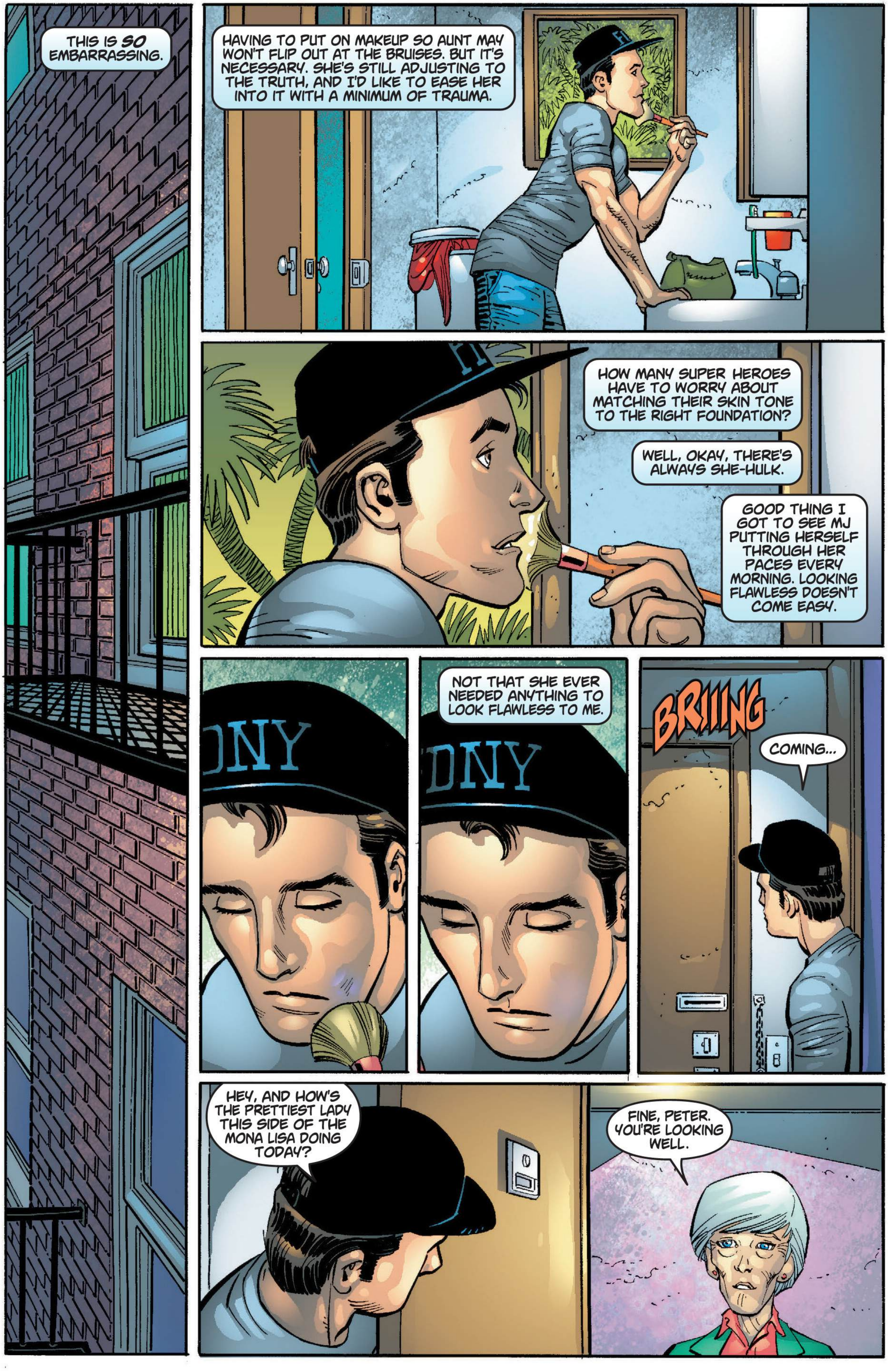

RING
RING
CLICK
HI, THIS IS PETER. I'M STILL SETTLING INTO MY NEW DIGS, SO I'M EITHER WORKING, OUT FORAGING FOR FOOD, OR TRAPPED UNDER DEBRIS. LEAVE A MESSAGE AND I'LL GET BACK TO YOU WHEN THE DUST CLEARS.
BEEEEEP
PETER, THIS IS YOUR AUNT MAY. I KNOW YOU'RE GOING THROUGH A LOT RIGHT NOW, WITH MARY JANE LEAVING, AND THE MOVE, AND... WELL, I JUST WANTED TO SEE IF YOU WERE OKAY.
I KNOW I SHOULDN'T BE WORRIED, AND I'M NOT, REALLY. THAT'S THE THING ABOUT YOU, PETER. YOU'VE ALWAYS HAD AN INNER STRENGTH, A WILL THAT HAS GOTTEN YOU THROUGH SO MUCH DIFFICULTY IN YOUR LIFE. THIS ONE, TOO, WILL PASS.
MEANWHILE, IF YOU NEED TO TALK, YOU KNOW WHERE TO FIND ME.
GOOD NIGHT, PETER. I'LL TALK TO YOU IN THE MORNING.
BEEEEEP
SHE'S A GOOD WOMAN. I SOMETIMES THINK THERE ISN'T A SONAR IN EXISTENCE THAT CAN SOUND OUT THE DEPTH OF HER COMPASSION.
BUT RIGHT NOW, THAT ISN'T WHAT I NEED. WHAT I NEED...

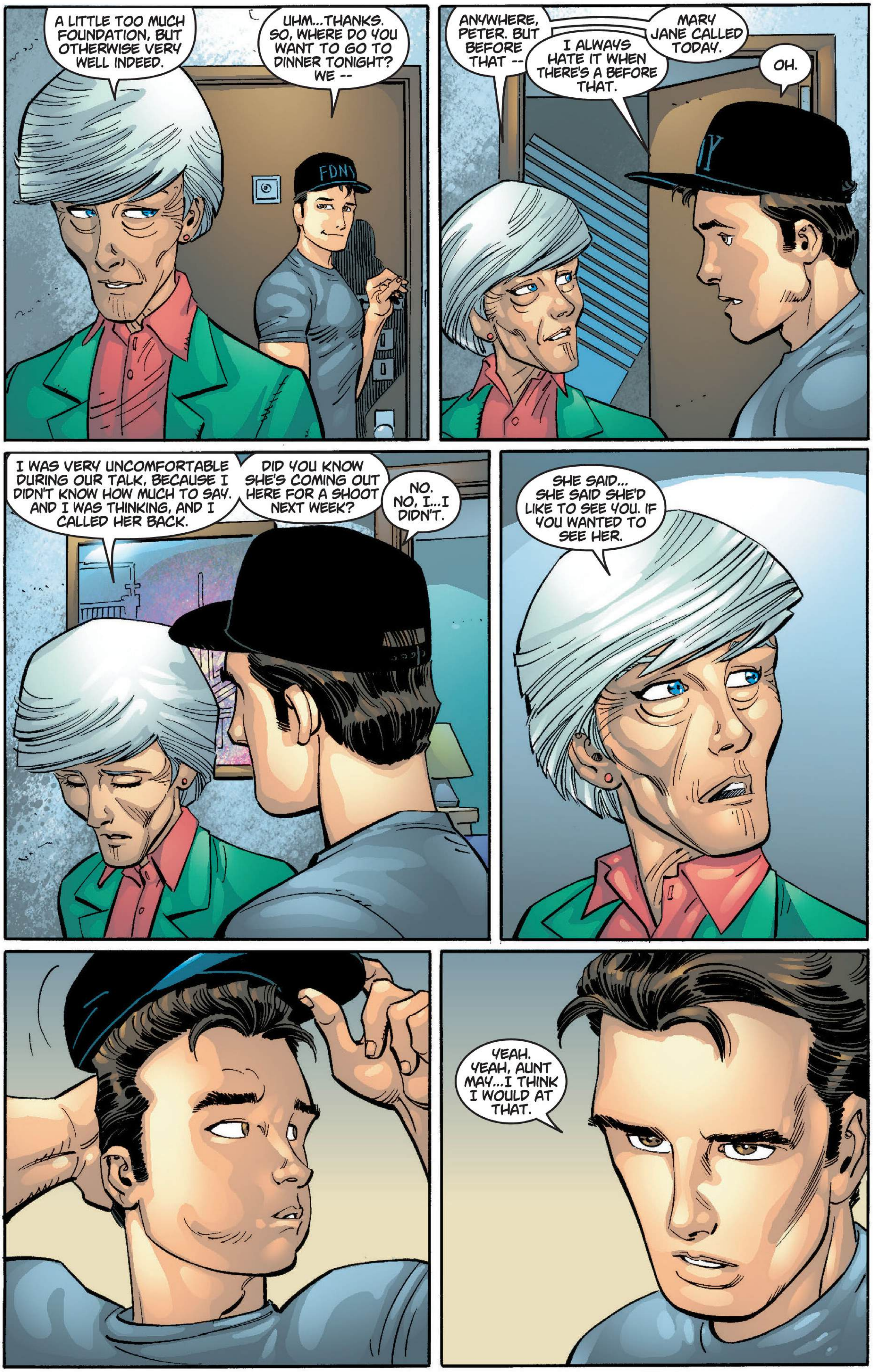

JUST...OUT. I DON'T EVEN CARE WHERE I GO. I JUST WANT TO...GO.
AND I'M NOT GONNA STOP UNTIL I GET TIRED.
UNFORTUNATELY, IT TAKES A REAL *LONG* TIME FOR ME TO GET TIRED.
BY THAT TIME, I COULD BE IN NEW JERSEY.
AND I DON'T EVEN *KNOW* ANYBODY IN NEW JERSEY...

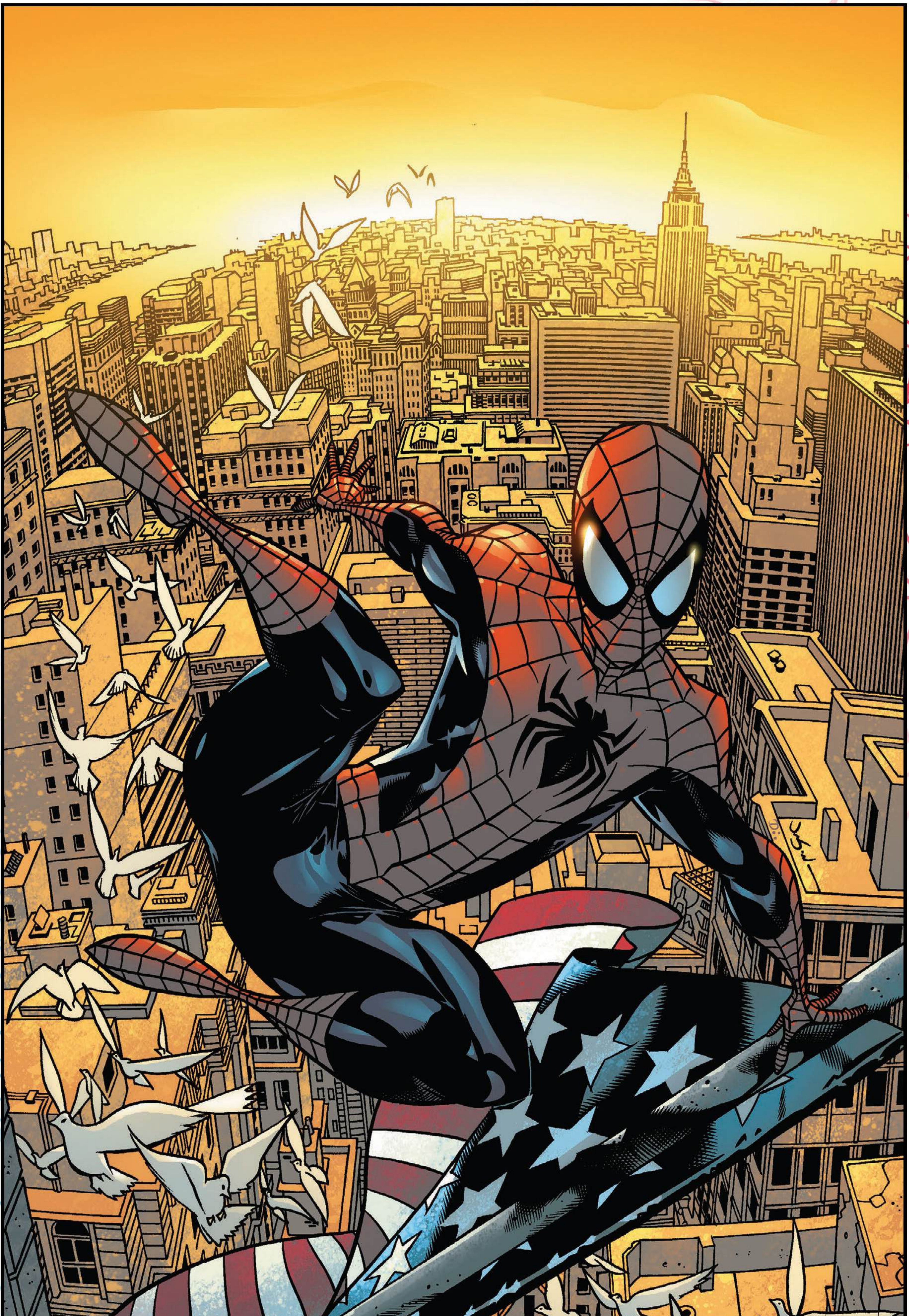

...AND HERE'S ANOTHER THING.
WHEN I DESIGNED THIS SUIT, WHY THE HECK DIDN'T I DESIGN IT WITH POCKETS? ANYTHING I CARRY, I GOTTA CARRY IT IN A WEB-POUCH. THE FF HAVE POCKETS IN *THEIR* UNIFORMS. REED RICHARDS' *ALONE* ARE HUGE.
SCHEDULED FOR DEMOLITION SQUATTERS WILL BE PROSECUTED!
ROCCO DEMO
ROCCO DEMO
BUT THAT'S BECAUSE HE HAS TO CARRY TRANS-DIMENSIONAL MEGADOODADS AND WHIRLYDOOS IN THEM.
OR MAYBE HE'S JUST REAL HAPPY TO SEE SUE.
'COURSE, IF I HAD POCKETS, STUFF WOULD FALL *OUT* OF THEM EVERY TIME I DID THIS. OKAY, SO MAYBE I COULD HAVE POCKETS WITH ZIPPERS. MAYBE VELCRO.
YEAH, THAT'D WORK... I'D BE CREEPING UP BEHIND SOMEBODY, AND HAVE TO GET SOMETHING OUT... *ZZZZZZZZZZZZZIP!*
"WHAT'S THAT SMEAR ON THE WALL, MOMMY?"
"THAT USED TO BE SPIDER-MAN, HONEY."
"WHAT KILLED HIM?"
"A ZIPPER. SOME SAID VELCRO BUT THE DAILY BUGLE SAID IT WAS A ZIPPER AND I BELIEVE THE BUGLE."
"WOW, HE MUSTA BEEN REAL STUPID, HUH?"
"YES, HONEY, HE WAS."
-SIGH-
AND WHY THE HECK AM I THINKING ABOUT POCKETS *ANY*WAY?
BECAUSE IT'S EASIER THAN THINKING ABOUT MY LIFE LATELY?
AND WHY SHOULD *THAT* BOTHER YOU, PETER?
OH, NO REASON.


EVERYTHING'S FINE.
EVERYTHING'S JUST DUCKY.
EXCEPT THAT WHENEVER I'M ***REALLY BUGGED*** ABOUT SOMETHING AND I ***REALLY*** NEED TO GO POUND A BAD GUY THERE'S ***NEVER*** A BAD GUY AROUND, BUT WHENEVER I'M IN A ***REALLY*** GOOD MOOD -- YEAH, LIKE THAT HAPPENS MORE THAN TWICE A YEAR -- THERE'S ***ALWAYS*** FOUR OR FIVE BAD GUYS, OR A SINISTER SIX, OR SEVEN, OR NINETEEN WAITING TO BUST MY CHOPS AND RUIN MY DAY AND...

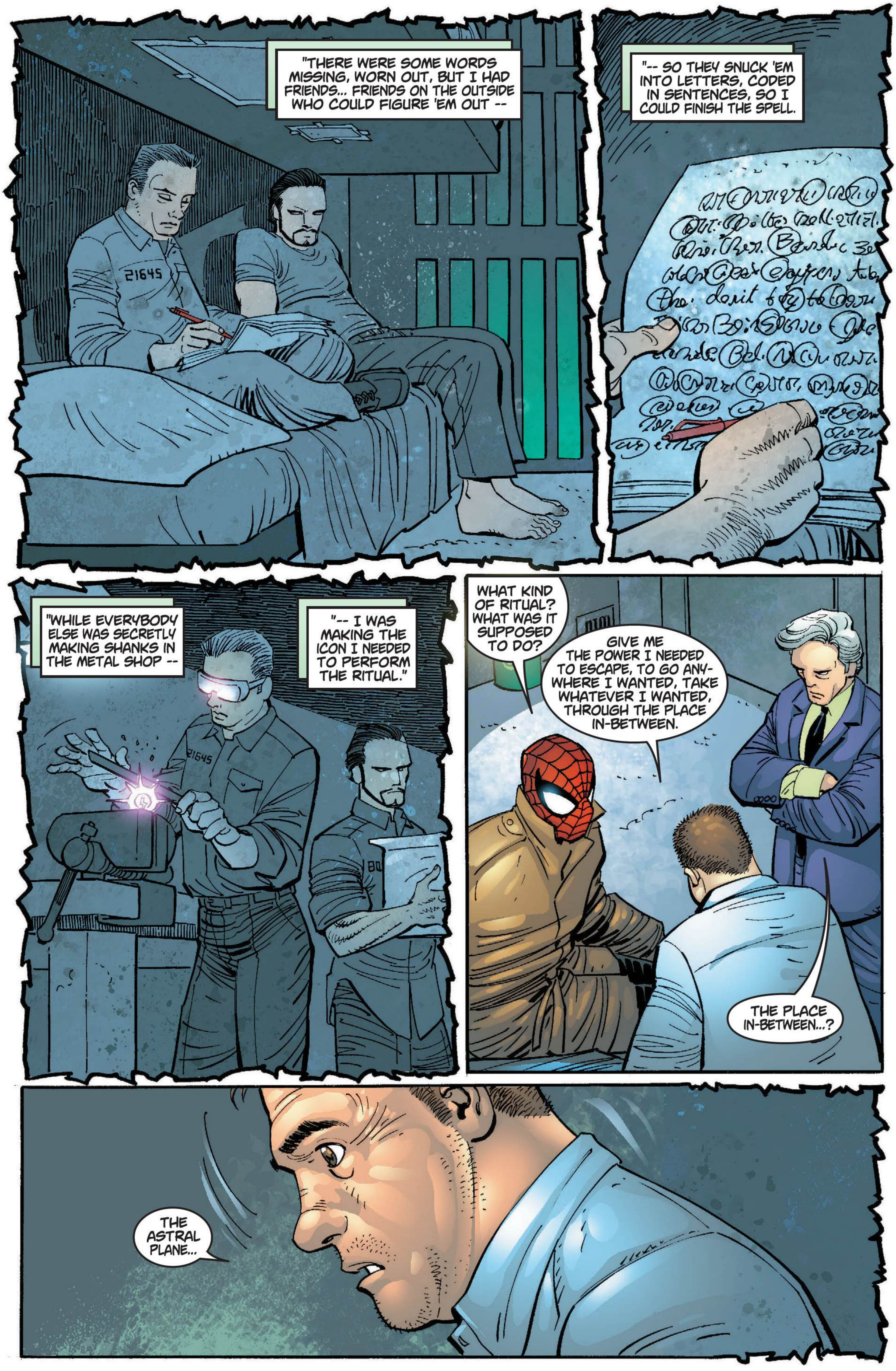

LET'S ROMP SOME MORE. I HAVEN'T DONE THIS IN YEARS.
DARN, THERE GO MY SHOES AGAIN...
I KEEP AFTER HIM, DETERMINED NOT TO LET HIM GET AWAY... PLAYING IT QUIET, TO FIND OUT WHAT HE'S AFTER.
IT'S STRANGE, THOUGH... WHEN HE SAID MY NAME, MY GUT TIGHTENED INTO SOMETHING COLD AND SCARED, AND YET...
...AND YET I SENSE NOTHING EVIL IN HIM. HE SEEMS...ALMOST JOYFUL.
CAREFUL, THERE'S A RUSTY NAIL OVER HERE.
LET ME ASK YOU A QUESTION, PE-- ER, SPIDER-MAN. AND DON'T LIE. I'LL KNOW IF YOU LIE.
HOW DID YOU GET YOUR POWERS?
I...
HE KNOWS WHO I AM. THERE'S NO END OF DAMAGE HE COULD DO WITH THAT INFORMATION. I HAVE TO PLAY ALONG. AND IT'S NOT LIKE HE CAN DO ANYTHING WITH THE INFORMATION.
I WAS BITTEN BY A RADIOACTIVE SPIDER.
AHA!
THAT'S WHAT I THOUGHT. THAT EXPLAINS WHY YOU'VE HANDLED IT THIS WAY. NOW HERE'S ANOTHER QUESTION FOR YOU.
LOOK, I'VE JUST ABOUT HAD IT WITH --
NO, WAIT, YOU'LL LIKE THIS ONE, TRUST ME.

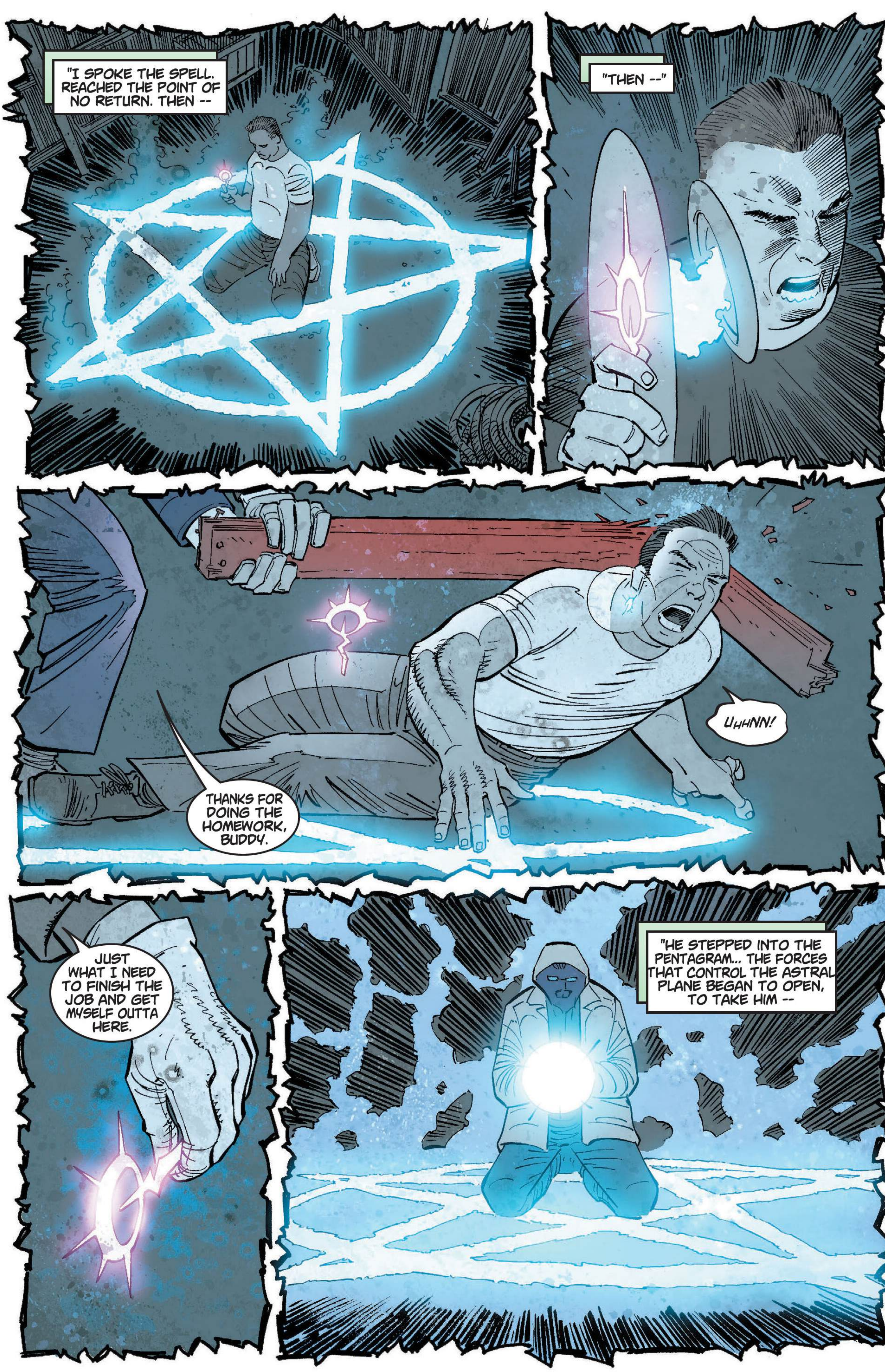

THIS IS *SO* EMBARRASSING.
HAVING TO PUT ON MAKEUP SO AUNT MAY WON'T FLIP OUT AT THE BRUISES. BUT IT'S NECESSARY. SHE'S STILL ADJUSTING TO THE TRUTH, AND I'D LIKE TO EASE HER INTO IT WITH A MINIMUM OF TRAUMA.
HOW MANY SUPER HEROES HAVE TO WORRY ABOUT MATCHING THEIR SKIN TONE TO THE RIGHT FOUNDATION?
WELL, OKAY, THERE'S ALWAYS SHE-HULK.
GOOD THING I GOT TO SEE MJ PUTTING HERSELF THROUGH HER PACES EVERY MORNING. LOOKING FLAWLESS DOESN'T COME EASY.
DNY
NOT THAT SHE EVER NEEDED ANYTHING TO LOOK FLAWLESS TO ME.
DNY
BRIIING
COMING...
HEY, AND HOW'S THE PRETTIEST LADY THIS SIDE OF THE MONA LISA DOING TODAY?
FINE, PETER. YOU'RE LOOKING WELL.

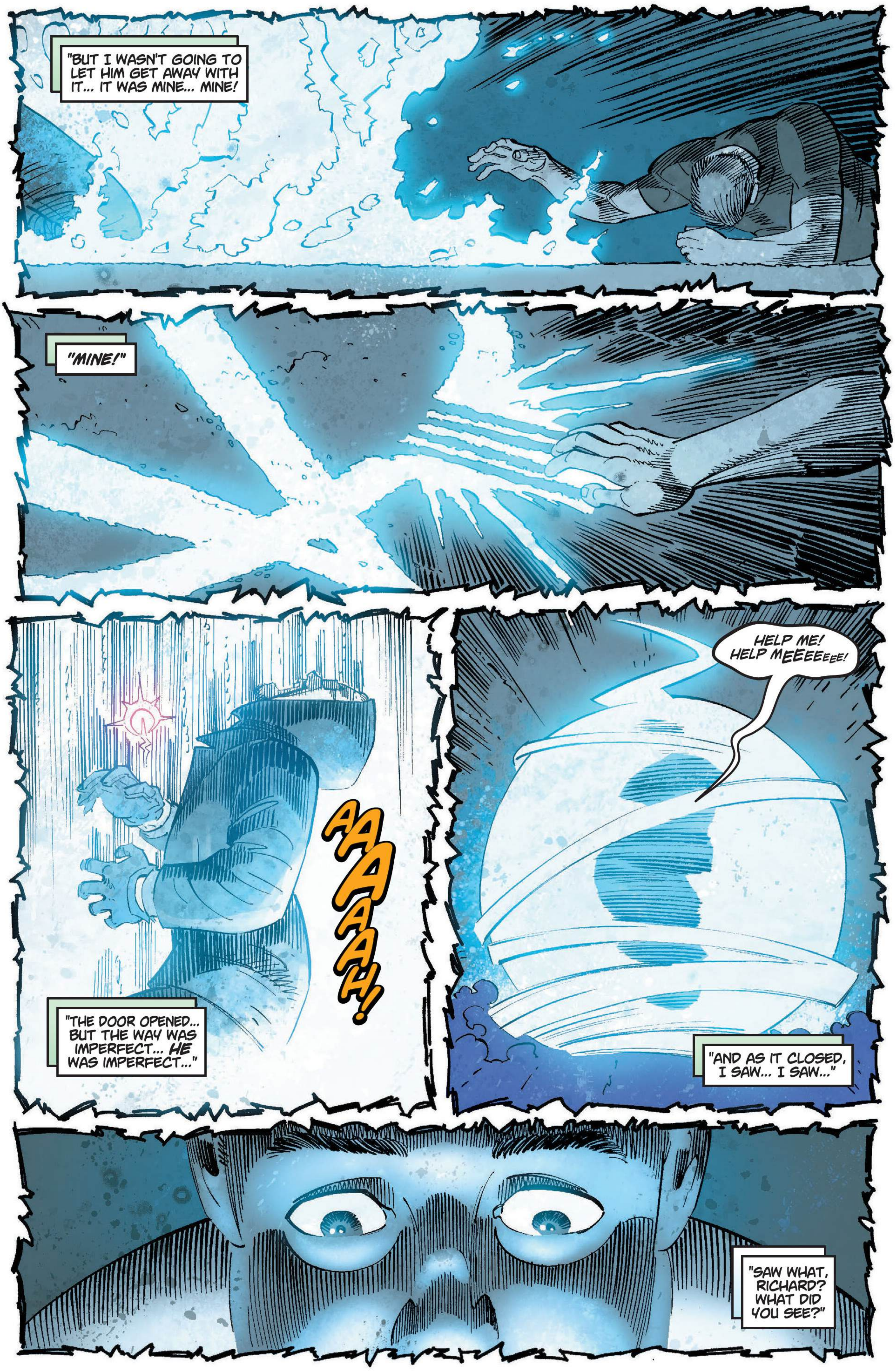

A LITTLE TOO MUCH FOUNDATION, BUT OTHERWISE VERY WELL INDEED.
UHM...THANKS. SO, WHERE DO YOU WANT TO GO TO DINNER TONIGHT? WE --
FDNY
ANYWHERE, PETER. BUT BEFORE THAT --
I ALWAYS HATE IT WHEN THERE'S A BEFORE THAT.
MARY JANE CALLED TODAY.
OH.
NY
I WAS VERY UNCOMFORTABLE DURING OUR TALK, BECAUSE I DIDN'T KNOW HOW MUCH TO SAY. AND I WAS THINKING, AND I CALLED HER BACK.
DID YOU KNOW SHE'S COMING OUT HERE FOR A SHOOT NEXT WEEK?
NO. NO, I...I DIDN'T.
SHE SAID... SHE SAID SHE'D LIKE TO SEE YOU. IF YOU WANTED TO SEE HER.
YEAH. YEAH, AUNT MAY...I THINK I WOULD AT THAT.

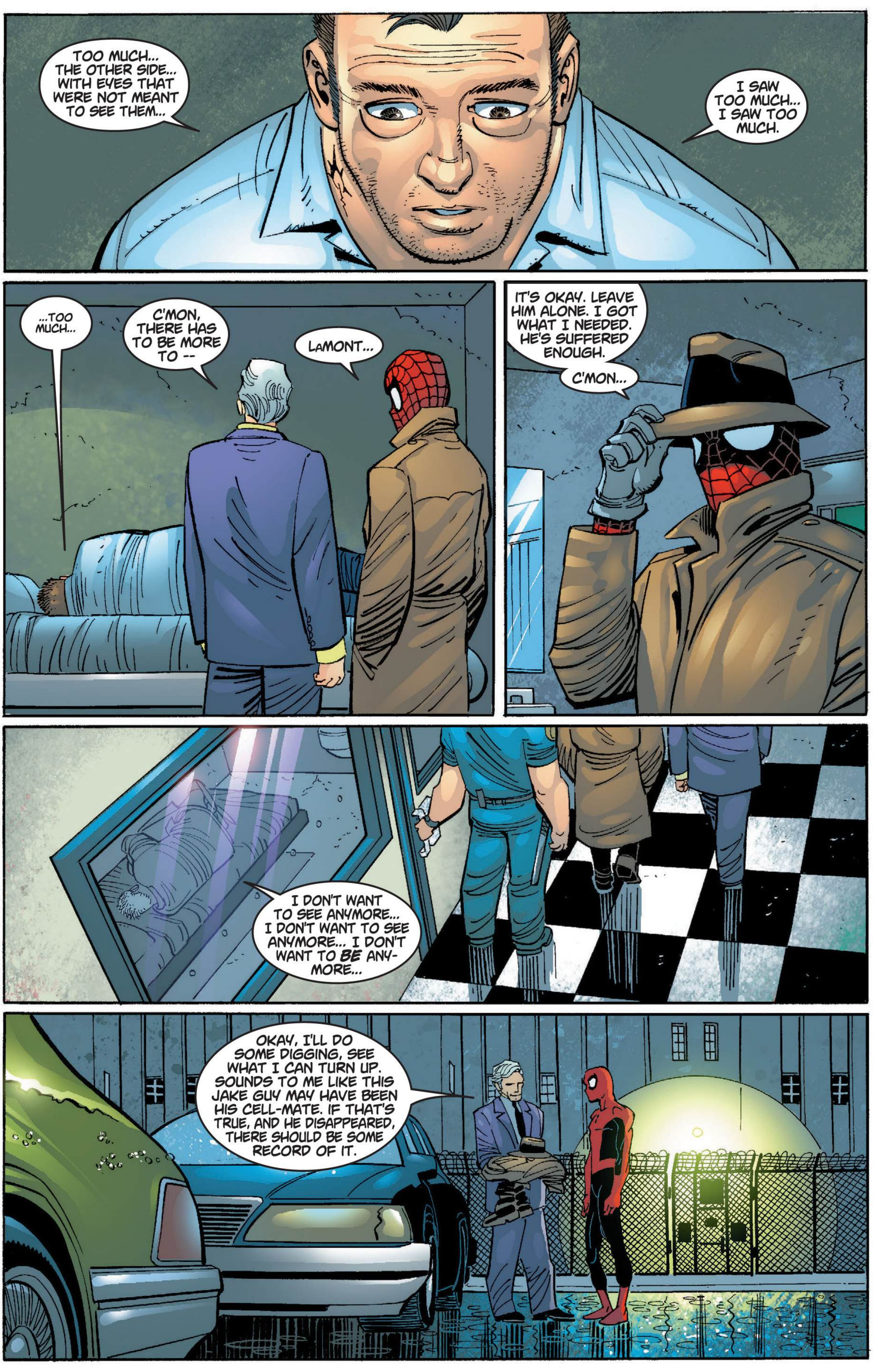


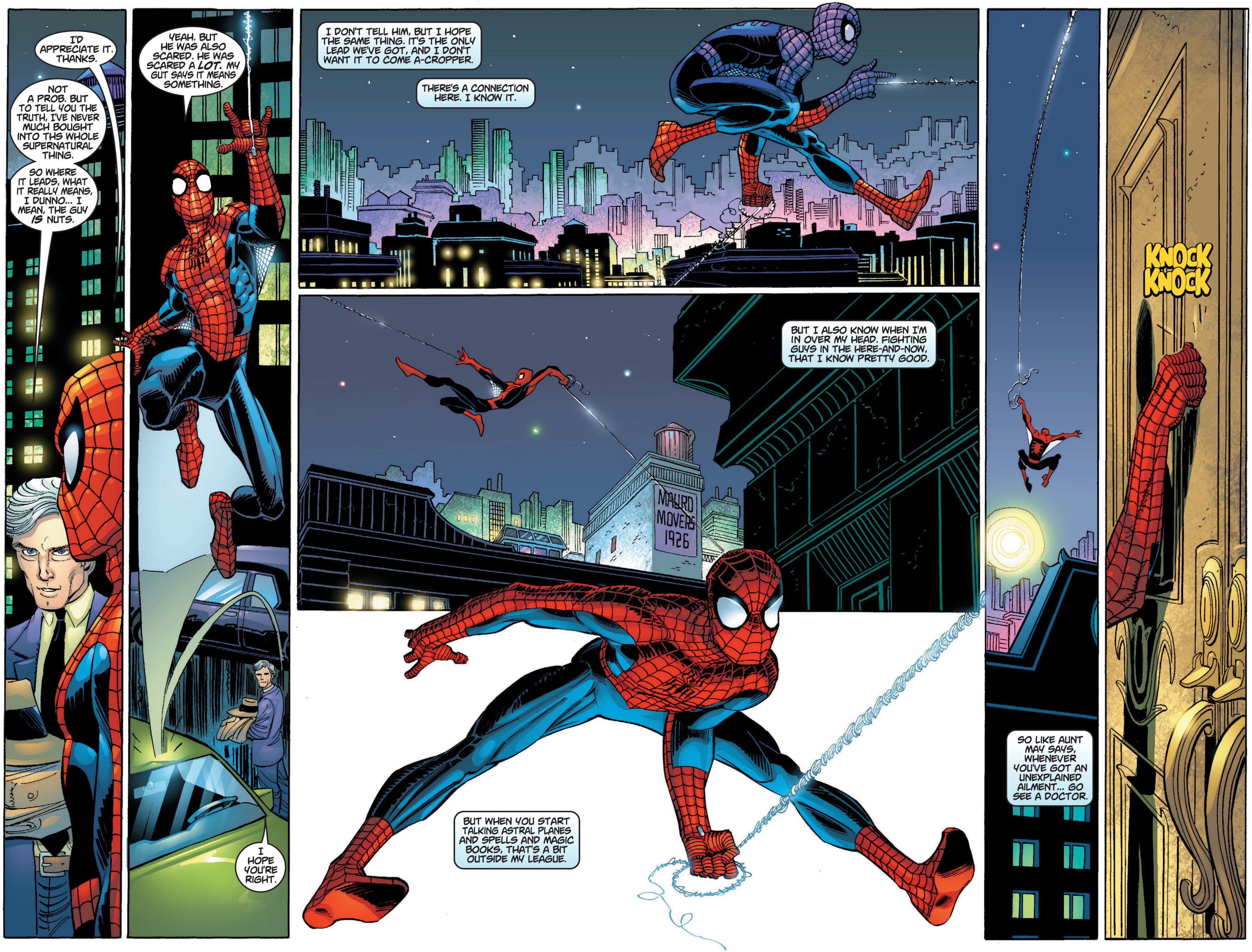
AMAZING SPIDER-MAN #41

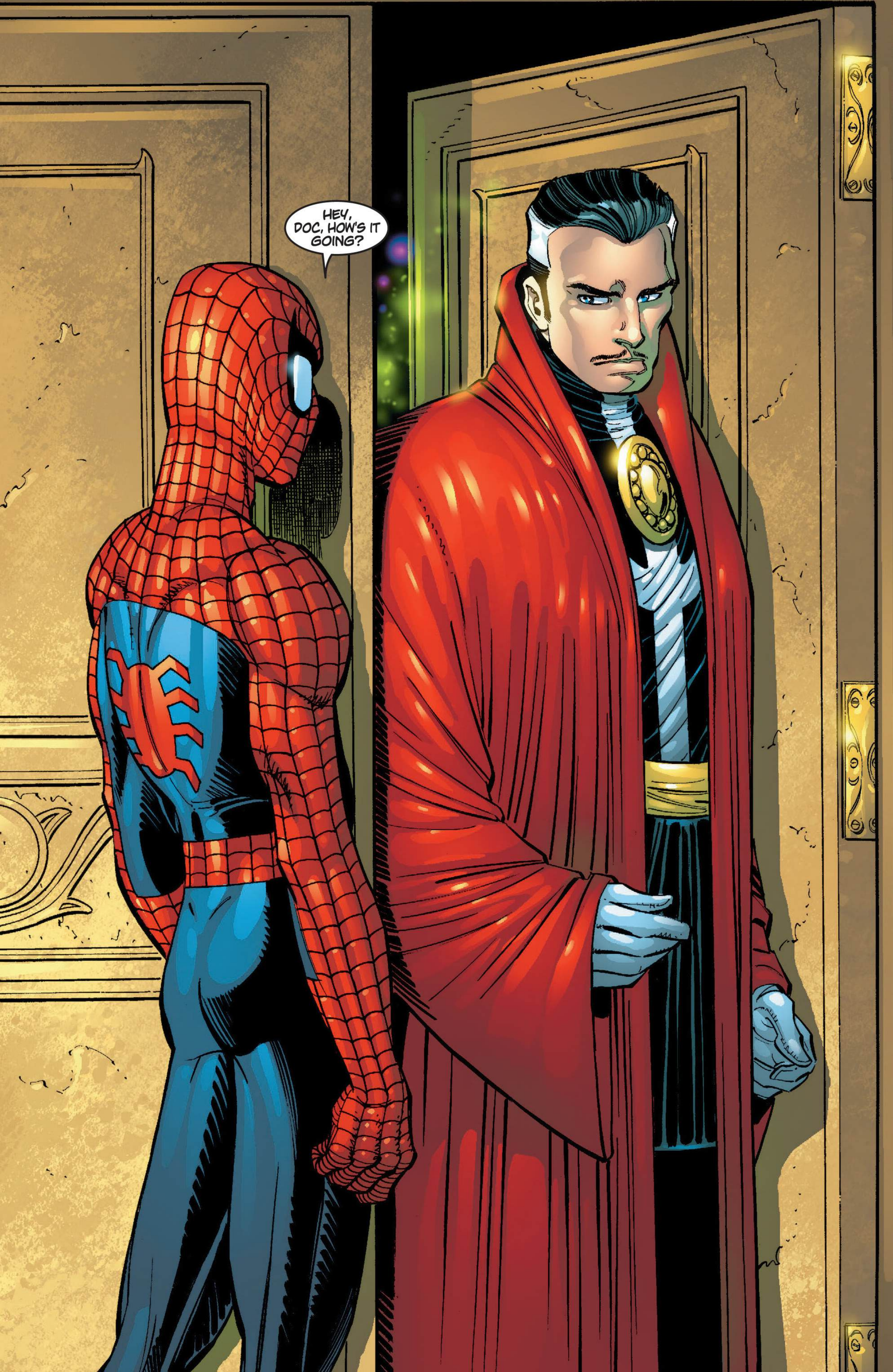

"THERE WERE SOME WORDS MISSING, WORN OUT, BUT I HAD FRIENDS... FRIENDS ON THE OUTSIDE WHO COULD FIGURE 'EM OUT --
21645
"-- SO THEY SNUCK 'EM INTO LETTERS, CODED IN SENTENCES, SO I COULD FINISH THE SPELL.
"WHILE EVERYBODY ELSE WAS SECRETLY MAKING SHANKS IN THE METAL SHOP --
21645
"-- I WAS MAKING THE ICON I NEEDED TO PERFORM THE RITUAL."
WHAT KIND OF RITUAL? WHAT WAS IT SUPPOSED TO DO?
GIVE ME THE POWER I NEEDED TO ESCAPE, TO GO ANYWHERE I WANTED, TAKE WHATEVER I WANTED, THROUGH THE PLACE IN-BETWEEN.
THE PLACE IN-BETWEEN...?
THE ASTRAL PLANE...

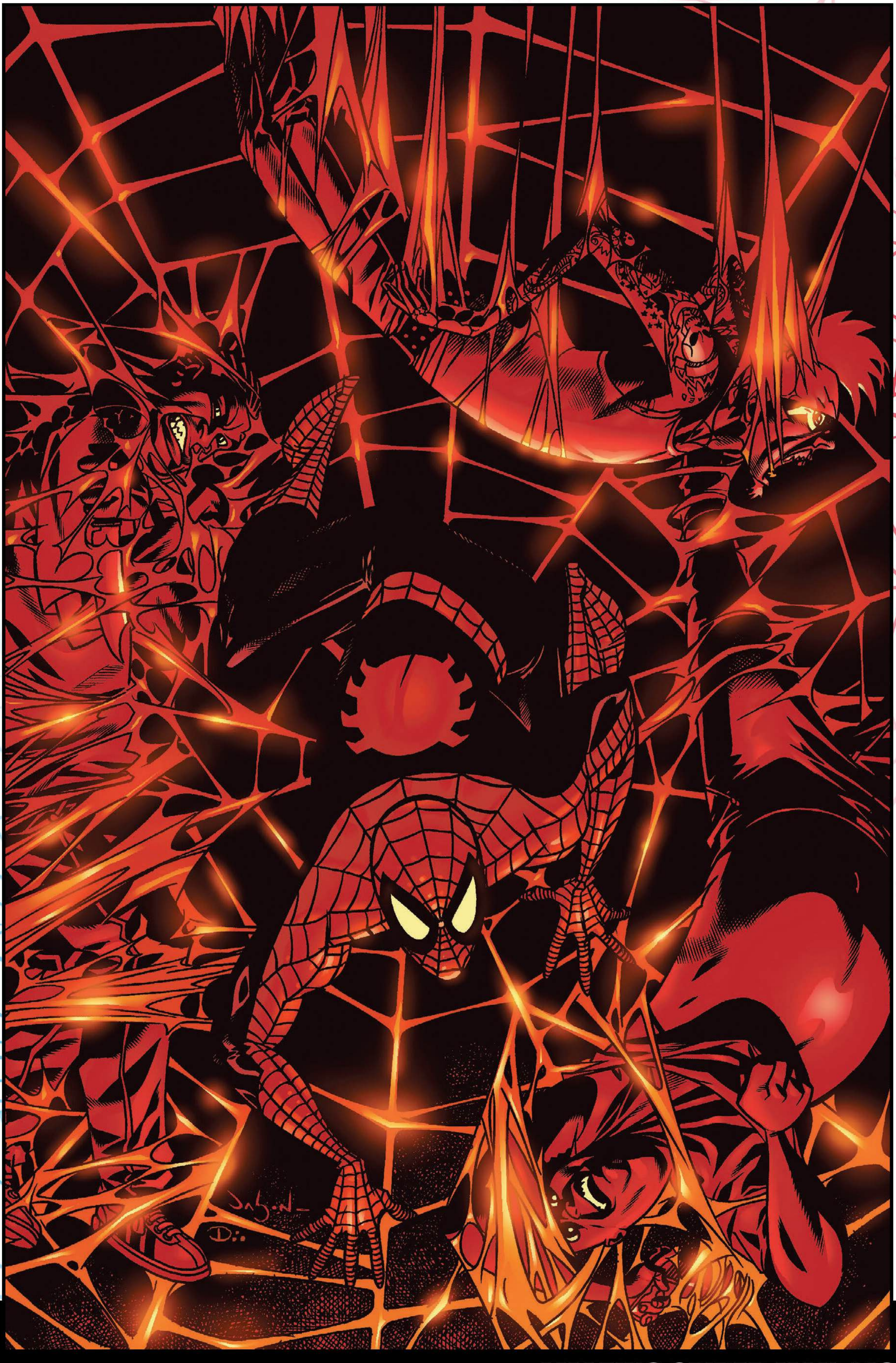

"I SPOKE THE SPELL. REACHED THE POINT OF NO RETURN. THEN --
"THEN --"
UHHNN!
THANKS FOR DOING THE HOMEWORK, BUDDY.
JUST WHAT I NEED TO FINISH THE JOB AND GET MYSELF OUTTA HERE.
"HE STEPPED INTO THE PENTAGRAM... THE FORCES THAT CONTROL THE ASTRAL PLANE BEGAN TO OPEN, TO TAKE HIM --


"BUT I WASN'T GOING TO LET HIM GET AWAY WITH IT... IT WAS MINE... MINE!
"MINE!"
AAAAAH!
"THE DOOR OPENED... BUT THE WAY WAS IMPERFECT... *HE* WAS IMPERFECT..."
HELP ME! HELP MEEEEeee!
"AND AS IT CLOSED, I SAW... I SAW..."
"SAW WHAT, RICHARD? WHAT DID YOU SEE?"


TOO MUCH... THE OTHER SIDE... WITH EYES THAT WERE NOT MEANT TO SEE THEM...
I SAW TOO MUCH... I SAW TOO MUCH.
...TOO MUCH...
C'MON, THERE HAS TO BE MORE TO --
LAMONT...
IT'S OKAY. LEAVE HIM ALONE. I GOT WHAT I NEEDED. HE'S SUFFERED ENOUGH.
C'MON...
I DON'T WANT TO SEE ANYMORE... I DON'T WANT TO SEE ANYMORE... I DON'T WANT TO *BE* ANYMORE...
OKAY, I'LL DO SOME DIGGING, SEE WHAT I CAN TURN UP. SOUNDS TO ME LIKE THIS JAKE GUY MAY HAVE BEEN HIS CELL-MATE. IF THAT'S TRUE, AND HE DISAPPEARED, THERE SHOULD BE SOME RECORD OF IT.

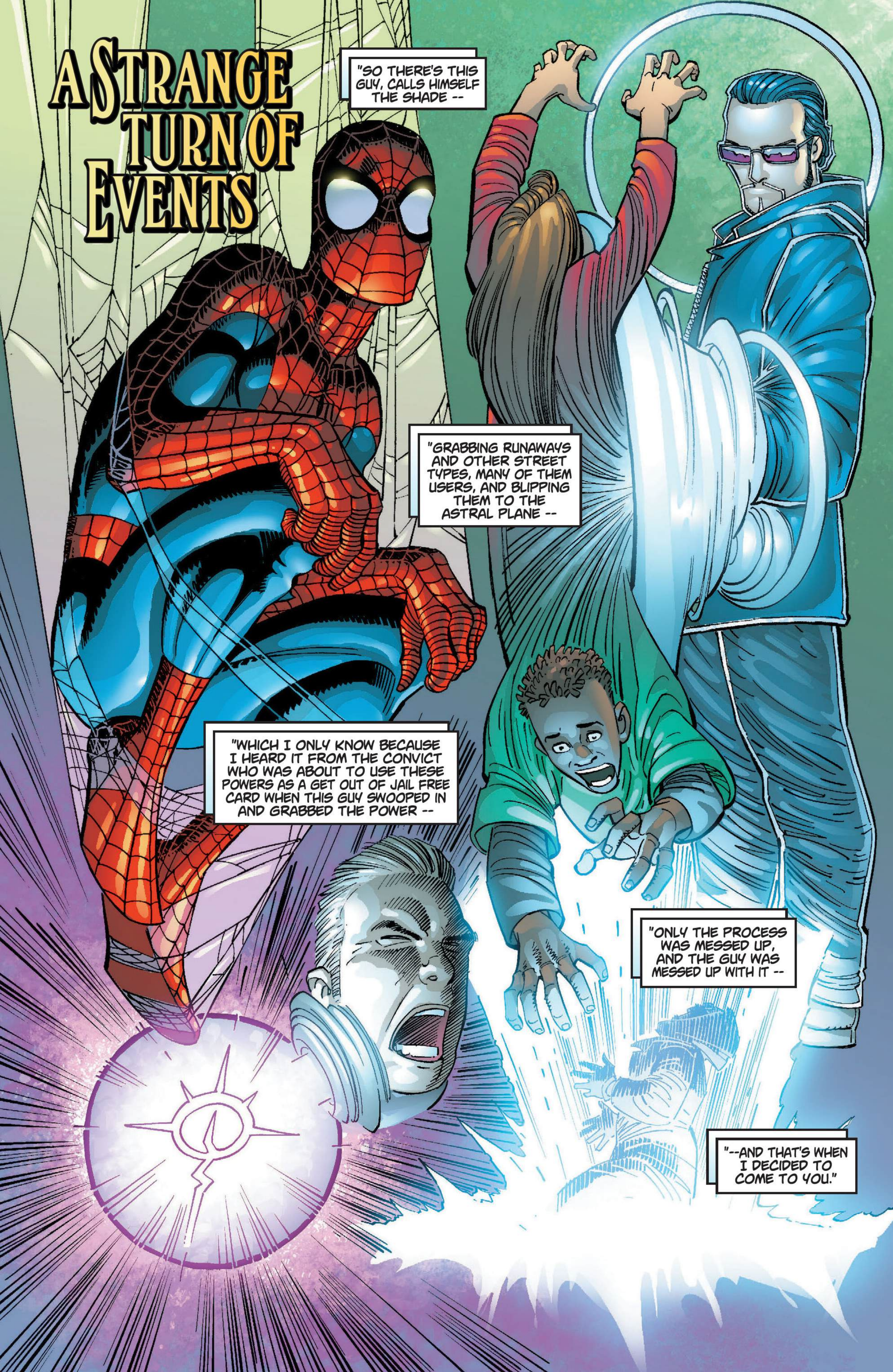

I'D APPRECIATE IT. THANKS.
NOT A PROB. BUT TO TELL YOU THE TRUTH, I'VE NEVER MUCH BOUGHT INTO THS WHOLE SUPERNATURAL THING.
SO WHERE IT LEADS, WHAT IT REALLY MEANS, I DUNNO... I MEAN, THE GUY **IS** NUTS.
YEAH. BUT HE WAS ALSO SCARED. HE WAS SCARED A **LOT.** MY GUT SAYS IT MEANS SOMETHING.
I HOPE YOU'RE RIGHT.
I DON'T TELL HIM, BUT I HOPE THE SAME THING. IT'S THE ONLY LEAD WE'VE GOT, AND I DON'T WANT IT TO COME A-CROPPER.
THERE'S A CONNECTION HERE. I KNOW IT.
BUT I ALSO KNOW WHEN I'M IN OVER MY HEAD. FIGHTING GUYS IN THE HERE-AND-NOW, THAT I KNOW PRETTY GOOD.
MAURD MOVERS 1926
BUT WHEN YOU START TALKING ASTRAL PLANES AND SPELLS AND MAGIC BOOKS, THAT'S A BIT OUTSIDE MY LEAGUE.
SO LIKE AUNT MAY SAYS, WHENEVER YOU'VE GOT AN UNEXPLAINED AILMENT... GO SEE A DOCTOR.
KNOCK KNOCK


HEY, DOC, HOW'S IT GOING?

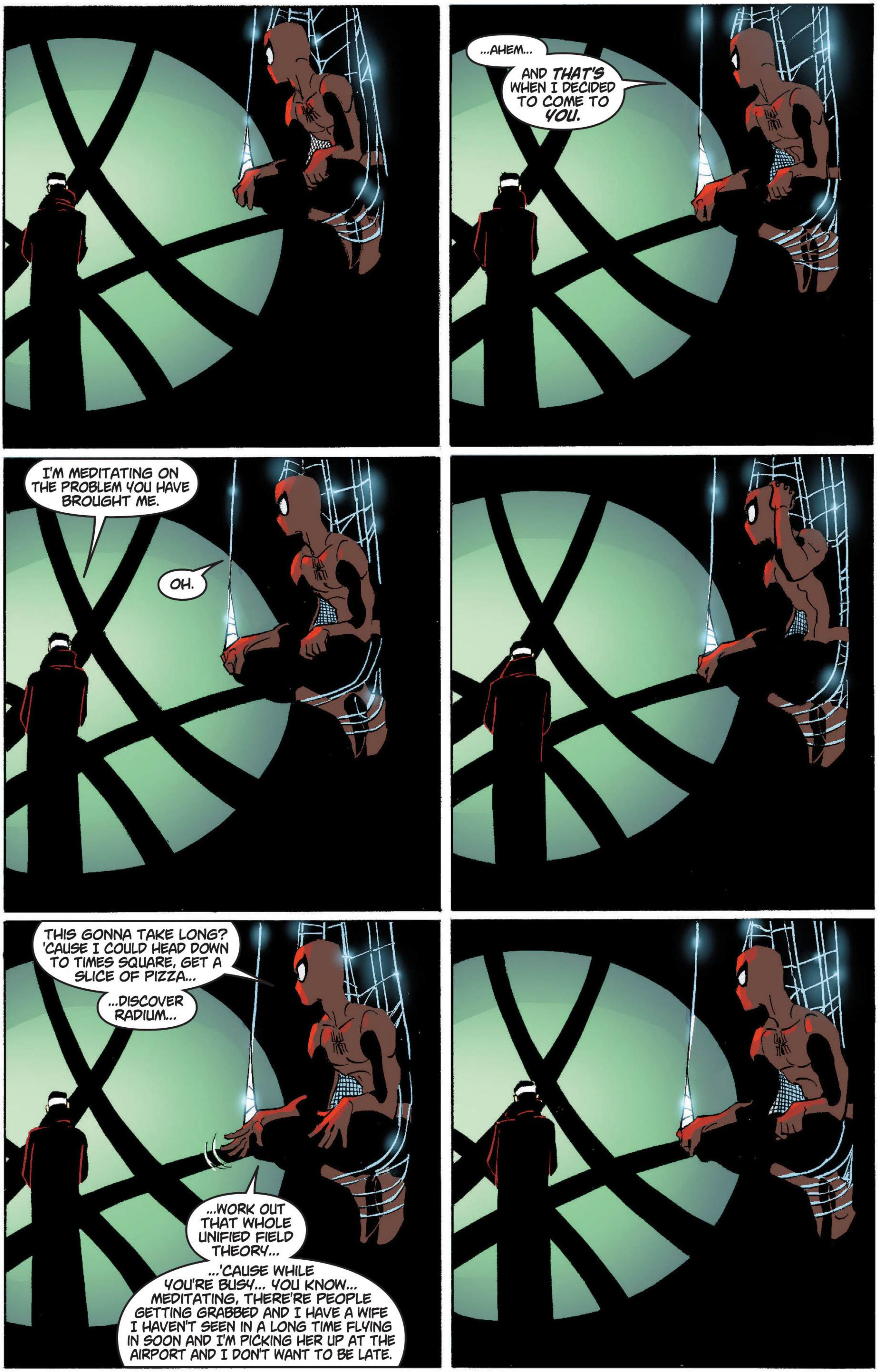


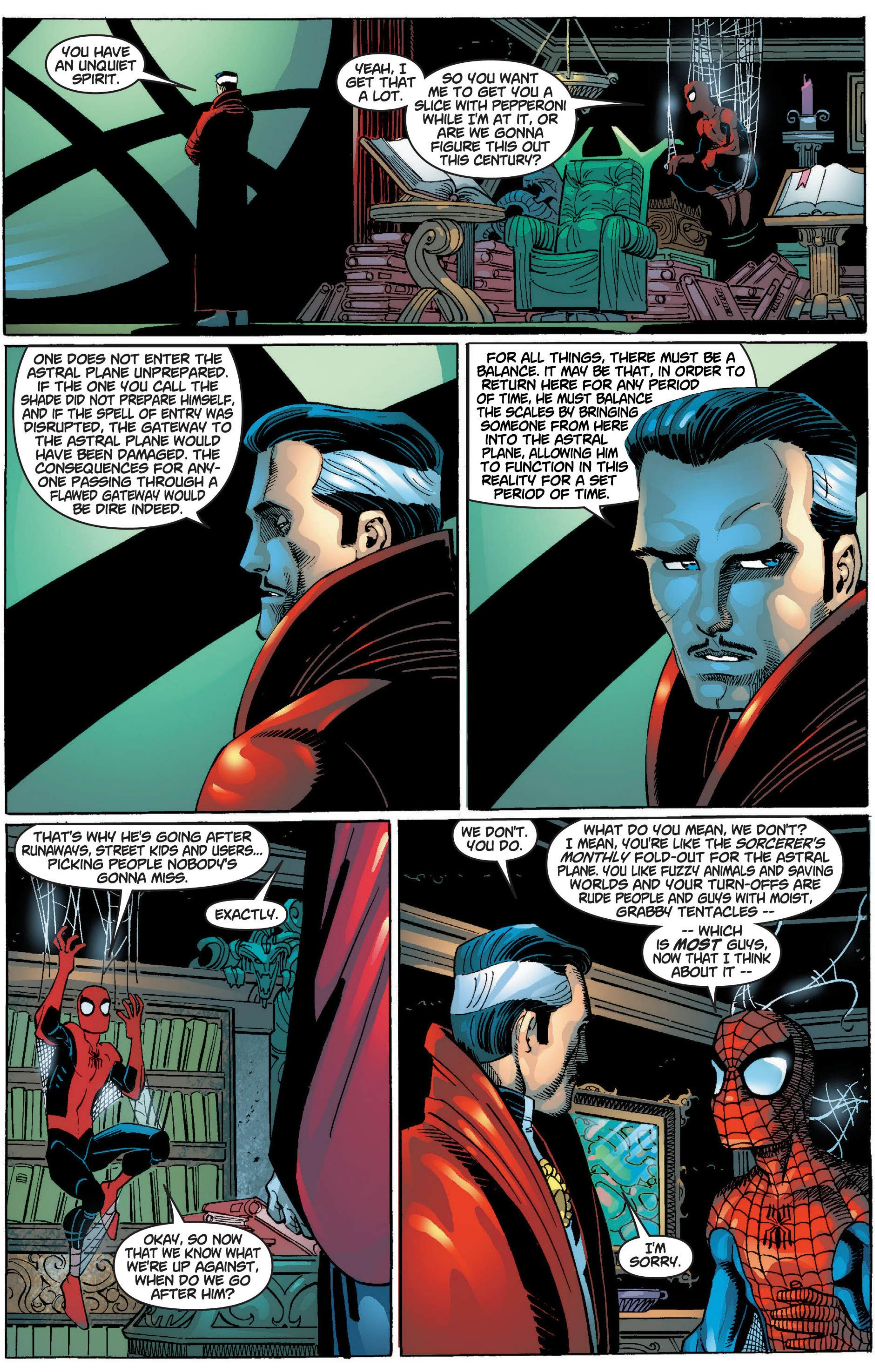
AMAZING SPIDER-MAN #42

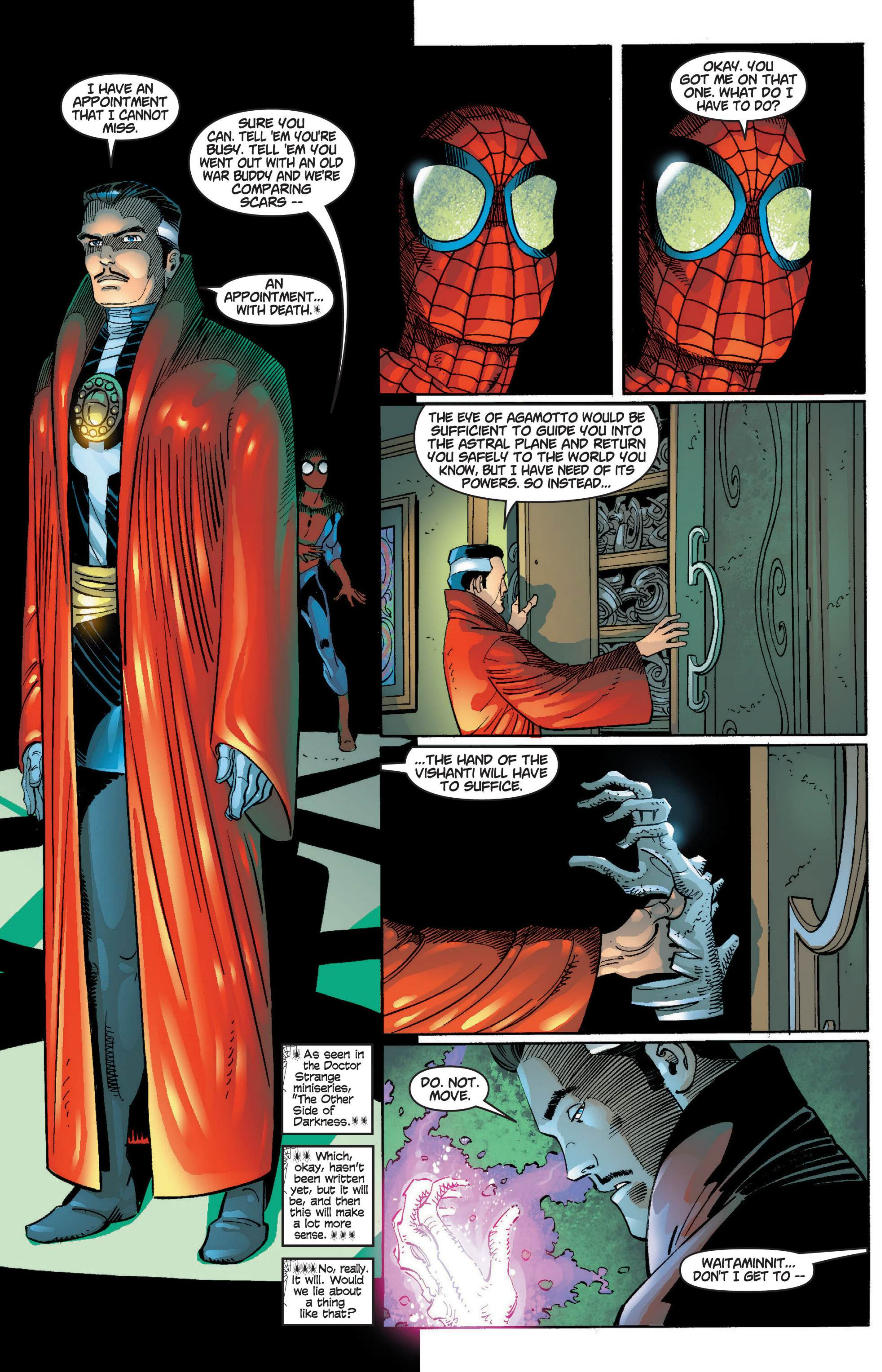
A STRANGE TURN OF EVENTS

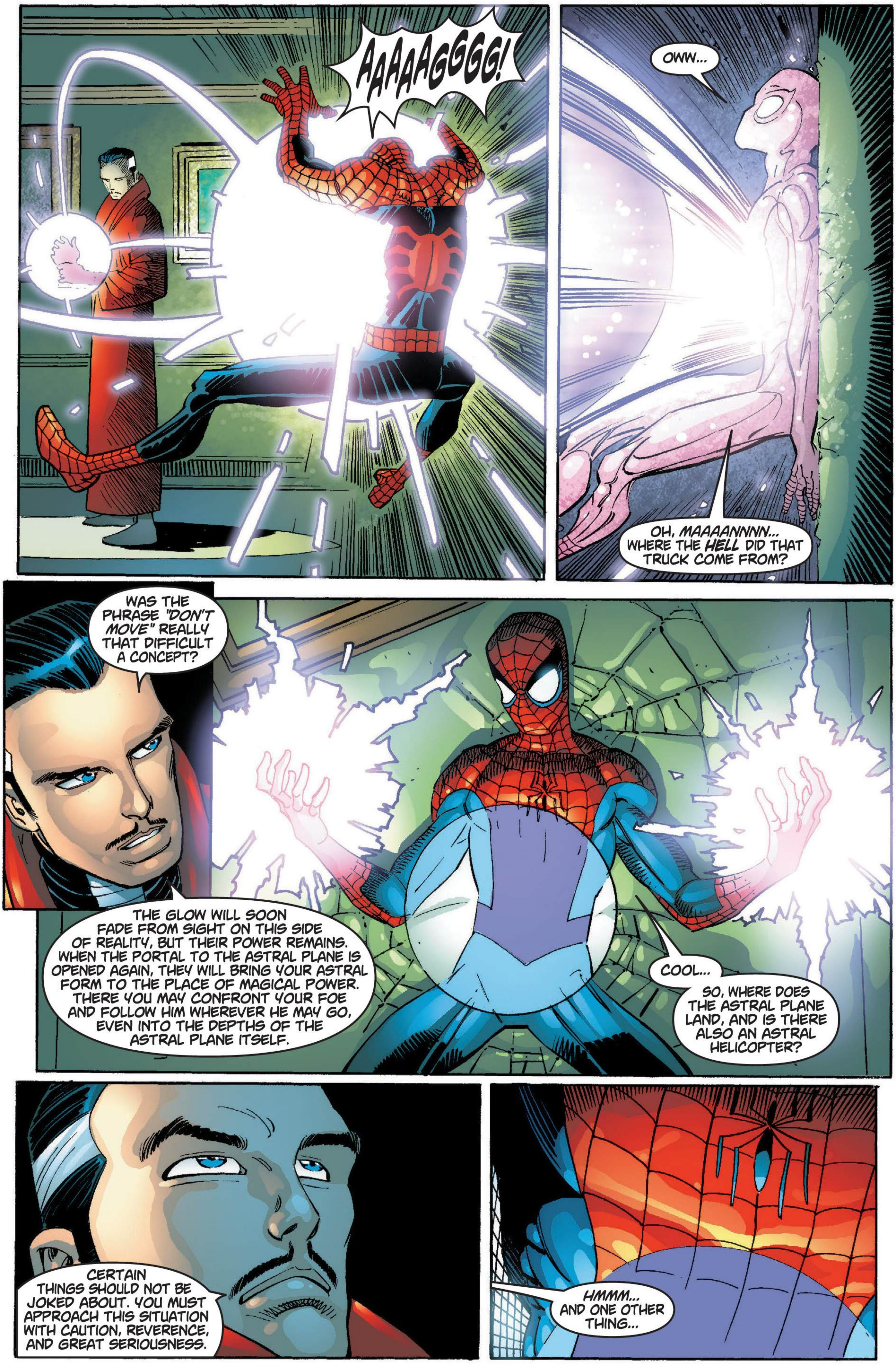


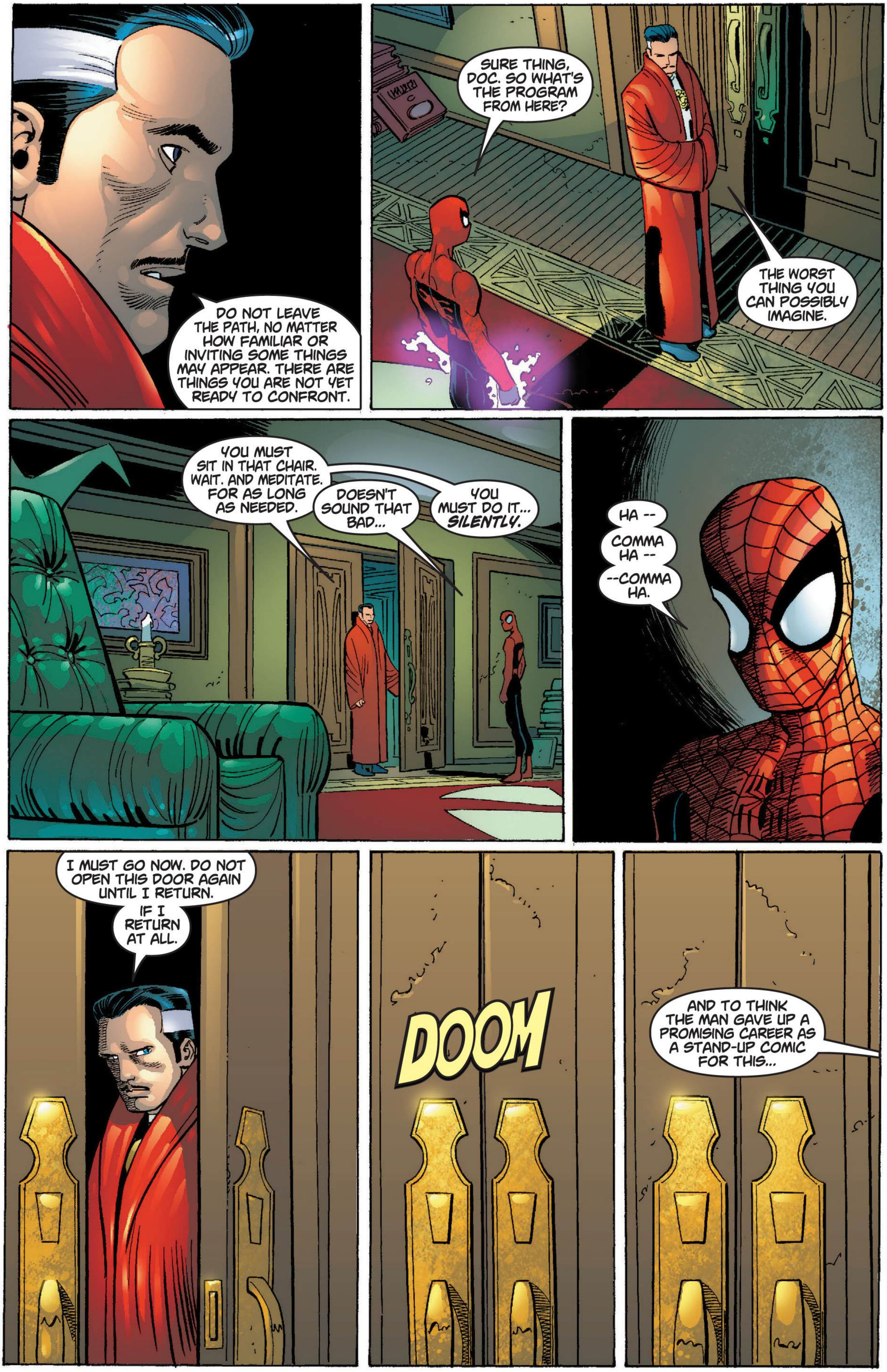
"SO THERE'S THIS GUY, CALLS HIMSELF THE SHADE --
"GRABBING RUNAWAYS AND OTHER STREET TYPES, MANY OF THEM USERS, AND BLIPPING THEM TO THE ASTRAL PLANE --
"WHICH I ONLY KNOW BECAUSE I HEARD IT FROM THE CONVICT WHO WAS ABOUT TO USE THESE POWERS AS A GET OUT OF JAIL FREE CARD WHEN THIS GUY SWOOPED IN AND GRABBED THE POWER --
"ONLY THE PROCESS WAS MESSED UP, AND THE GUY WAS MESSED UP WITH IT --
"--AND THAT'S WHEN I DECIDED TO COME TO YOU."

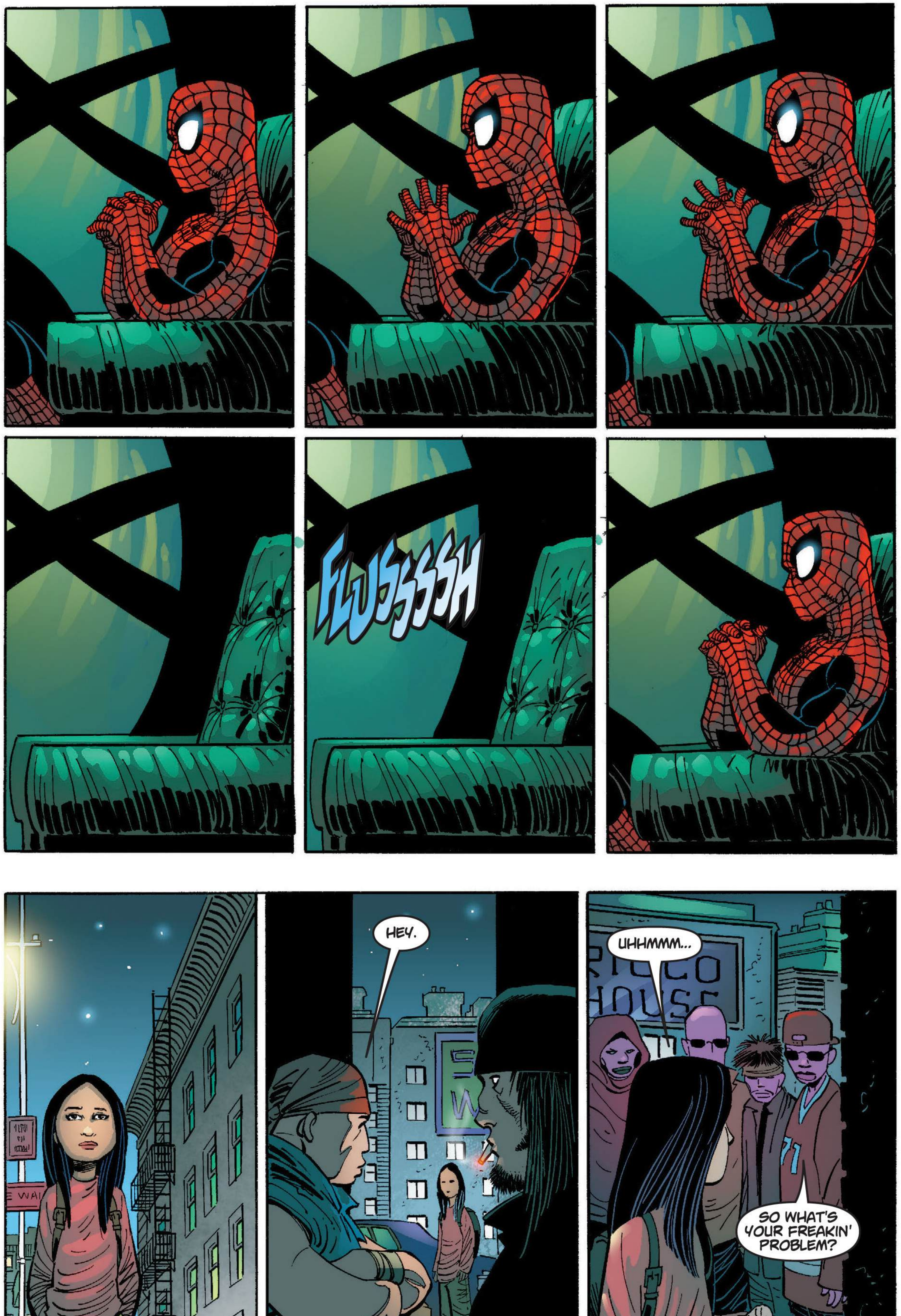

...AHEM...
AND THAT'S WHEN I DECIDED TO COME TO YOU.
I'M MEDITATING ON THE PROBLEM YOU HAVE BROUGHT ME.
OH.
THIS GONNA TAKE LONG? 'CAUSE I COULD HEAD DOWN TO TIMES SQUARE, GET A SLICE OF PIZZA...
...DISCOVER RADIUM...
...WORK OUT THAT WHOLE UNIFIED FIELD THEORY...
...'CAUSE WHILE YOU'RE BUSY... YOU KNOW... MEDITATING, THERE'RE PEOPLE GETTING GRABBED AND I HAVE A WIFE I HAVEN'T SEEN IN A LONG TIME FLYING IN SOON AND I'M PICKING HER UP AT THE AIRPORT AND I DON'T WANT TO BE LATE.

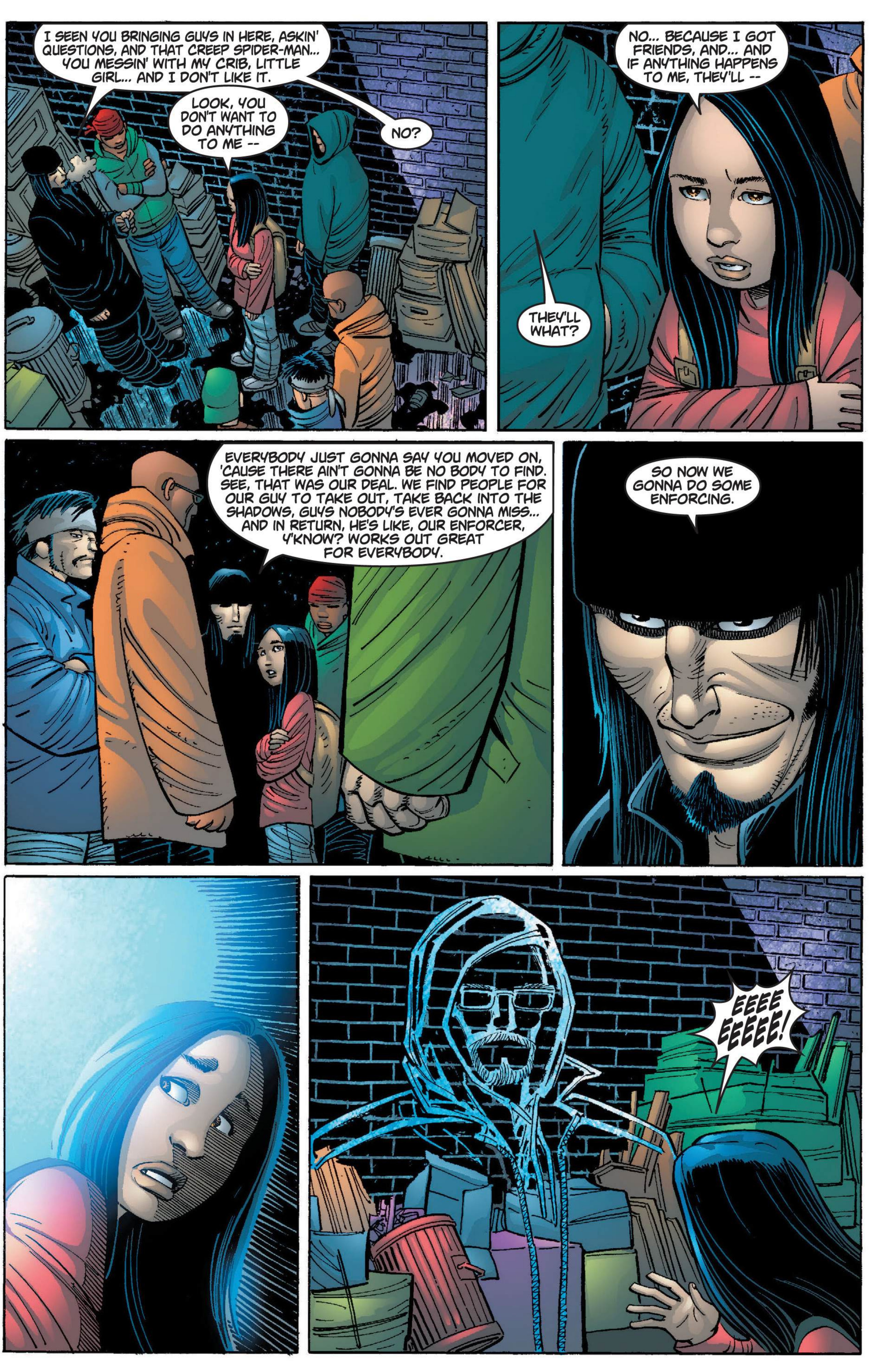

YOU HAVE AN UNQUIET SPIRIT.
YEAH, I GET THAT A LOT.
SO YOU WANT ME TO GET YOU A SLICE WITH PEPPERONI WHILE I'M AT IT, OR ARE WE GONNA FIGURE THIS OUT THIS CENTURY?
ONE DOES NOT ENTER THE ASTRAL PLANE UNPREPARED. IF THE ONE YOU CALL THE SHADE DID NOT PREPARE HIMSELF, AND IF THE SPELL OF ENTRY WAS DISRUPTED, THE GATEWAY TO THE ASTRAL PLANE WOULD HAVE BEEN DAMAGED. THE CONSEQUENCES FOR ANYONE PASSING THROUGH A FLAWED GATEWAY WOULD BE DIRE INDEED.
FOR ALL THINGS, THERE MUST BE A BALANCE. IT MAY BE THAT, IN ORDER TO RETURN HERE FOR ANY PERIOD OF TIME, HE MUST BALANCE THE SCALES BY BRINGING SOMEONE FROM HERE INTO THE ASTRAL PLANE, ALLOWING HIM TO FUNCTION IN THIS REALITY FOR A SET PERIOD OF TIME.
THAT'S WHY HE'S GOING AFTER RUNAWAYS, STREET KIDS AND USERS... PICKING PEOPLE NOBODY'S GONNA MISS.
EXACTLY.
OKAY, SO NOW THAT WE KNOW WHAT WE'RE UP AGAINST, WHEN DO WE GO AFTER HIM?
WE DON'T. YOU DO.
WHAT DO YOU MEAN, WE DON'T? I MEAN, YOU'RE LIKE THE *SORCERER'S MONTHLY* FOLD-OUT FOR THE ASTRAL PLANE. YOU LIKE FUZZY ANIMALS AND SAVING WORLDS AND YOUR TURN-OFFS ARE RUDE PEOPLE AND GUYS WITH MOIST, GRABBY TENTACLES --
-- WHICH IS ***MOST*** GUYS, NOW THAT I THINK ABOUT IT --
I'M SORRY.

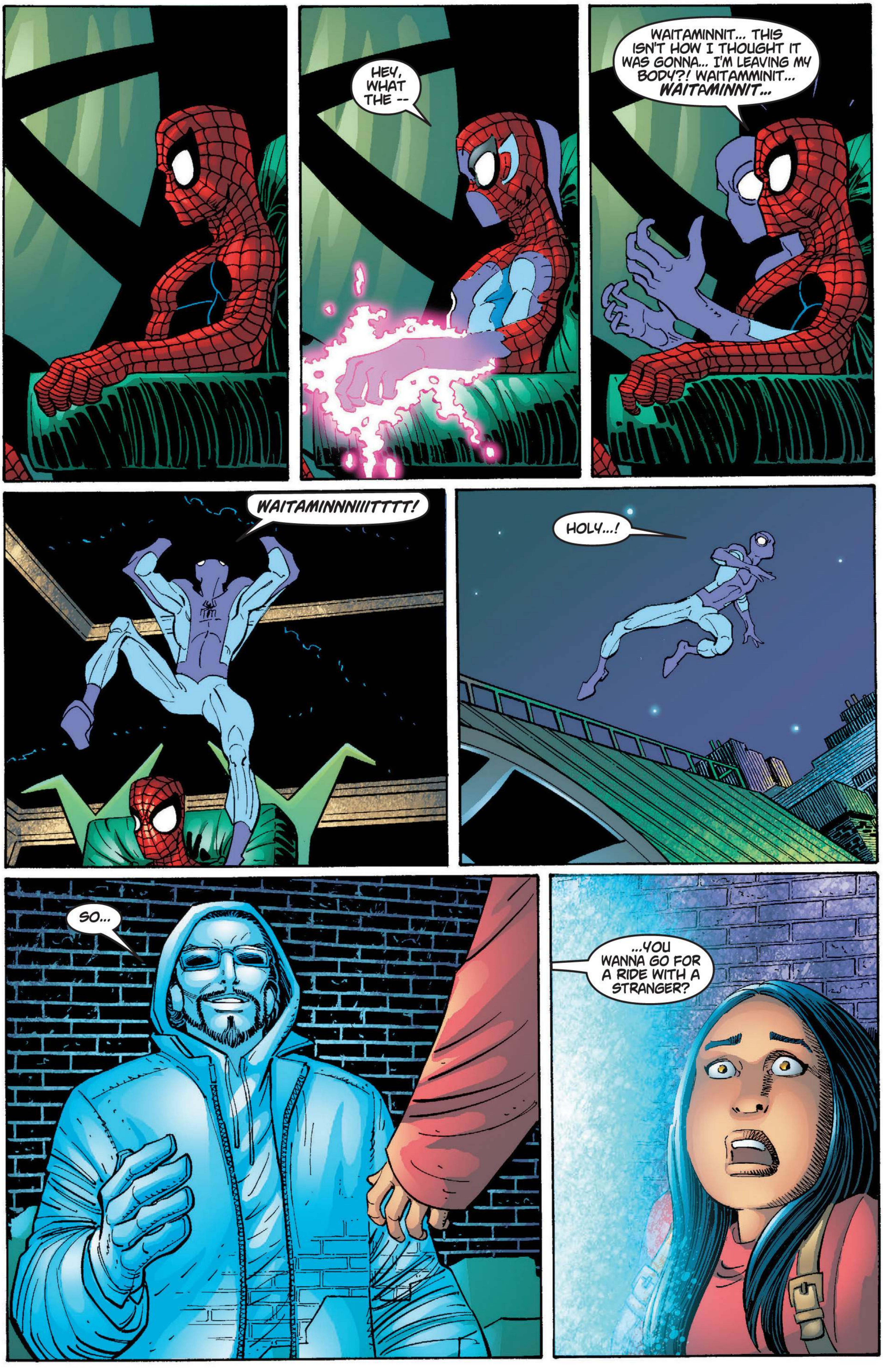

I HAVE AN APPOINTMENT THAT I CANNOT MISS.
SURE YOU CAN. TELL 'EM YOU'RE BUSY. TELL 'EM YOU WENT OUT WITH AN OLD WAR BUDDY AND WE'RE COMPARING SCARS --
AN APPOINTMENT... WITH DEATH.
OKAY. YOU GOT ME ON THAT ONE. WHAT DO I HAVE TO DO?
THE EYE OF AGAMOTTO WOULD BE SUFFICIENT TO GUIDE YOU INTO THE ASTRAL PLANE AND RETURN YOU SAFELY TO THE WORLD YOU KNOW, BUT I HAVE NEED OF ITS POWERS. SO INSTEAD...
...THE HAND OF THE VISHANTI WILL HAVE TO SUFFICE.
As seen in the Doctor Strange miniseries, "The Other Side of Darkness."
Which, okay, hasn't been written yet, but it will be, and then this will make a lot more sense.
No, really. It will. Would we lie about a thing like that?
DO. NOT. MOVE.
WAITAMINNIT... DON'T I GET TO --

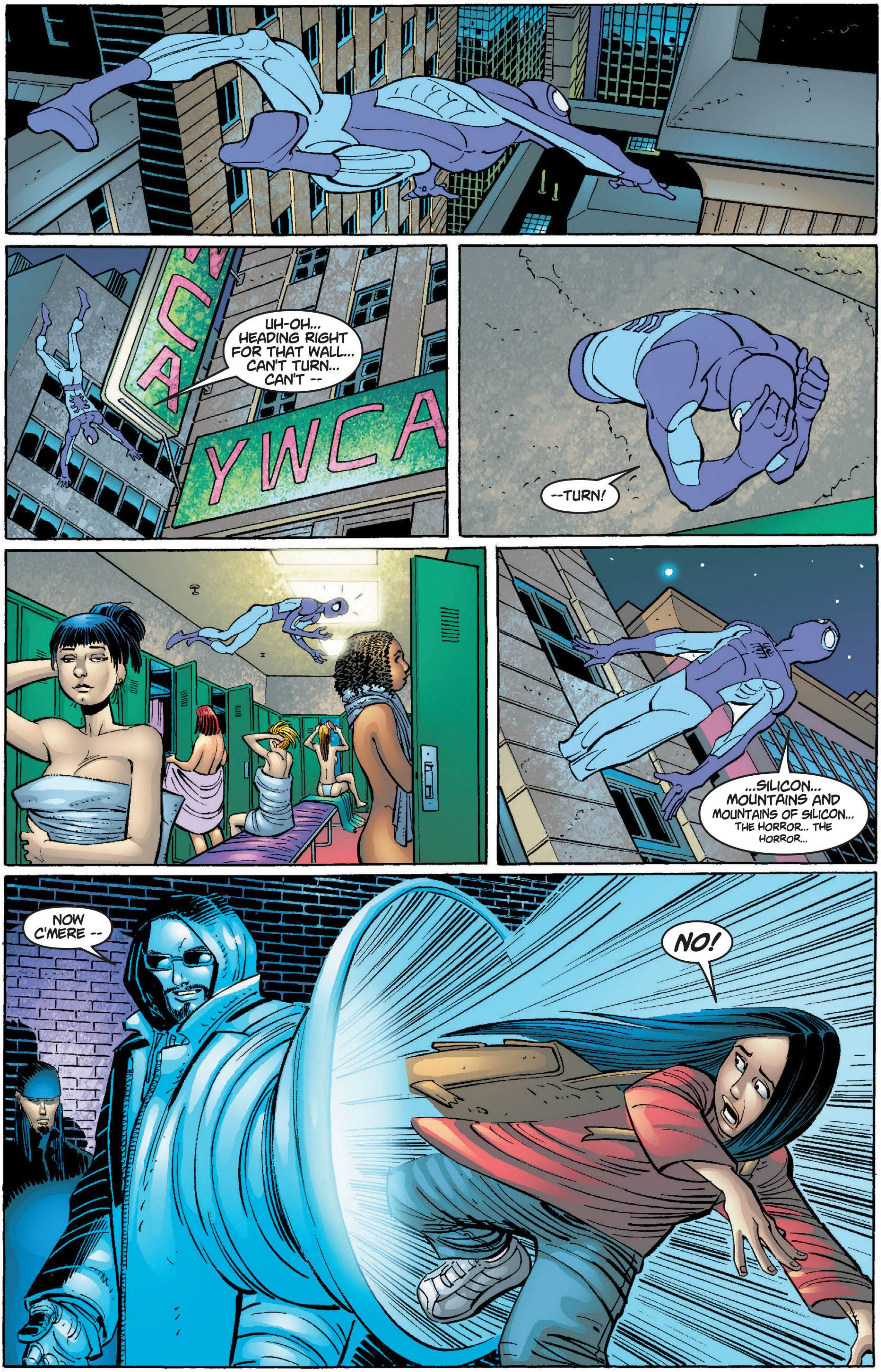

AAAAAGGGG!
OWW...
OH, MAAAANNNN... WHERE THE HELL DID THAT TRUCK COME FROM?
WAS THE PHRASE "DON'T MOVE" REALLY THAT DIFFICULT A CONCEPT?
THE GLOW WILL SOON FADE FROM SIGHT ON THIS SIDE OF REALITY, BUT THEIR POWER REMAINS. WHEN THE PORTAL TO THE ASTRAL PLANE IS OPENED AGAIN, THEY WILL BRING YOUR ASTRAL FORM TO THE PLACE OF MAGICAL POWER. THERE YOU MAY CONFRONT YOUR FOE AND FOLLOW HIM WHEREVER HE MAY GO, EVEN INTO THE DEPTHS OF THE ASTRAL PLANE ITSELF.
COOL...
SO, WHERE DOES THE ASTRAL PLANE LAND, AND IS THERE ALSO AN ASTRAL HELICOPTER?
CERTAIN THINGS SHOULD NOT BE JOKED ABOUT. YOU MUST APPROACH THIS SITUATION WITH CAUTION, REVERENCE, AND GREAT SERIOUSNESS.
HMMM... AND ONE OTHER THING...

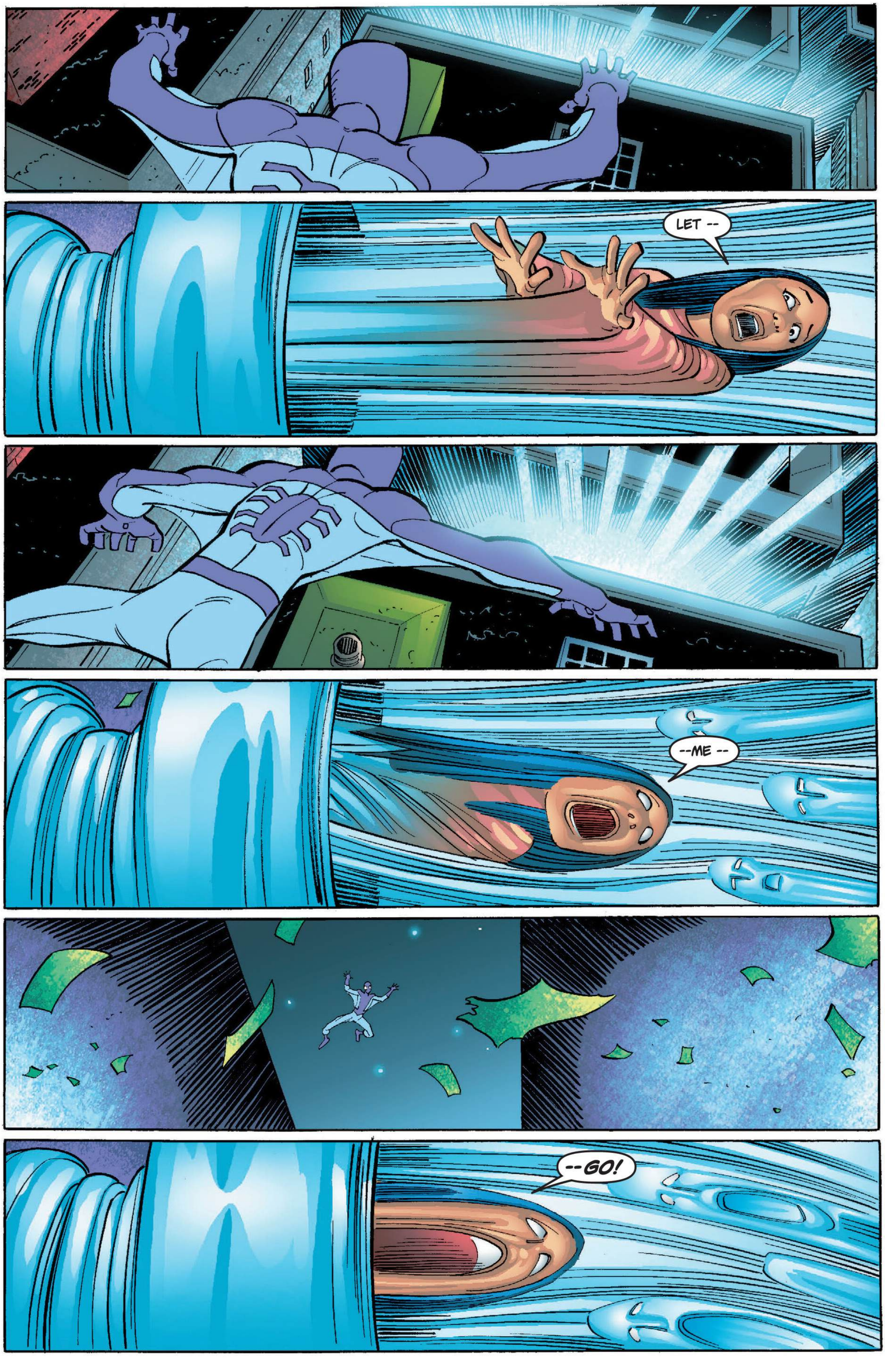

DO NOT LEAVE THE PATH, NO MATTER HOW FAMILIAR OR INVITING SOME THINGS MAY APPEAR. THERE ARE THINGS YOU ARE NOT YET READY TO CONFRONT.
SURE THING, DOC. SO WHAT'S THE PROGRAM FROM HERE?
THE WORST THING YOU CAN POSSIBLY IMAGINE.
YOU MUST SIT IN THAT CHAIR. WAIT. AND MEDITATE. FOR AS LONG AS NEEDED.
DOESN'T SOUND THAT BAD...
YOU MUST DO IT... *SILENTLY*.
HA --
COMMA HA --
--COMMA HA.
I MUST GO NOW. DO NOT OPEN THIS DOOR AGAIN UNTIL I RETURN.
IF I RETURN AT ALL.
DOOM
AND TO THINK THE MAN GAVE UP A PROMISING CAREER AS A STAND-UP COMIC FOR THIS...

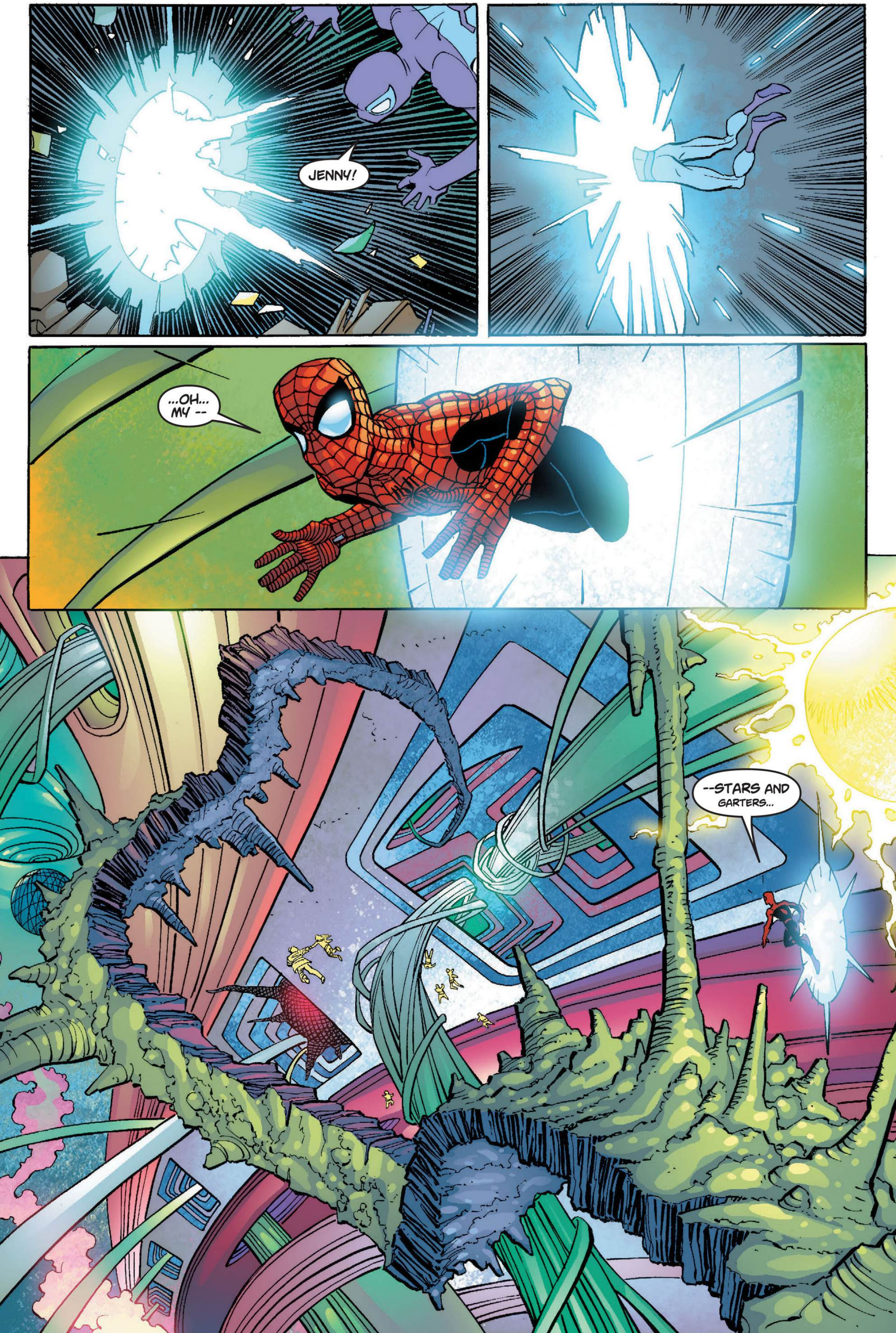

FLUSSSSH
HEY.
RICO
HOUSE
UHHMMM...
SO WHAT'S YOUR FREAKIN' PROBLEM?

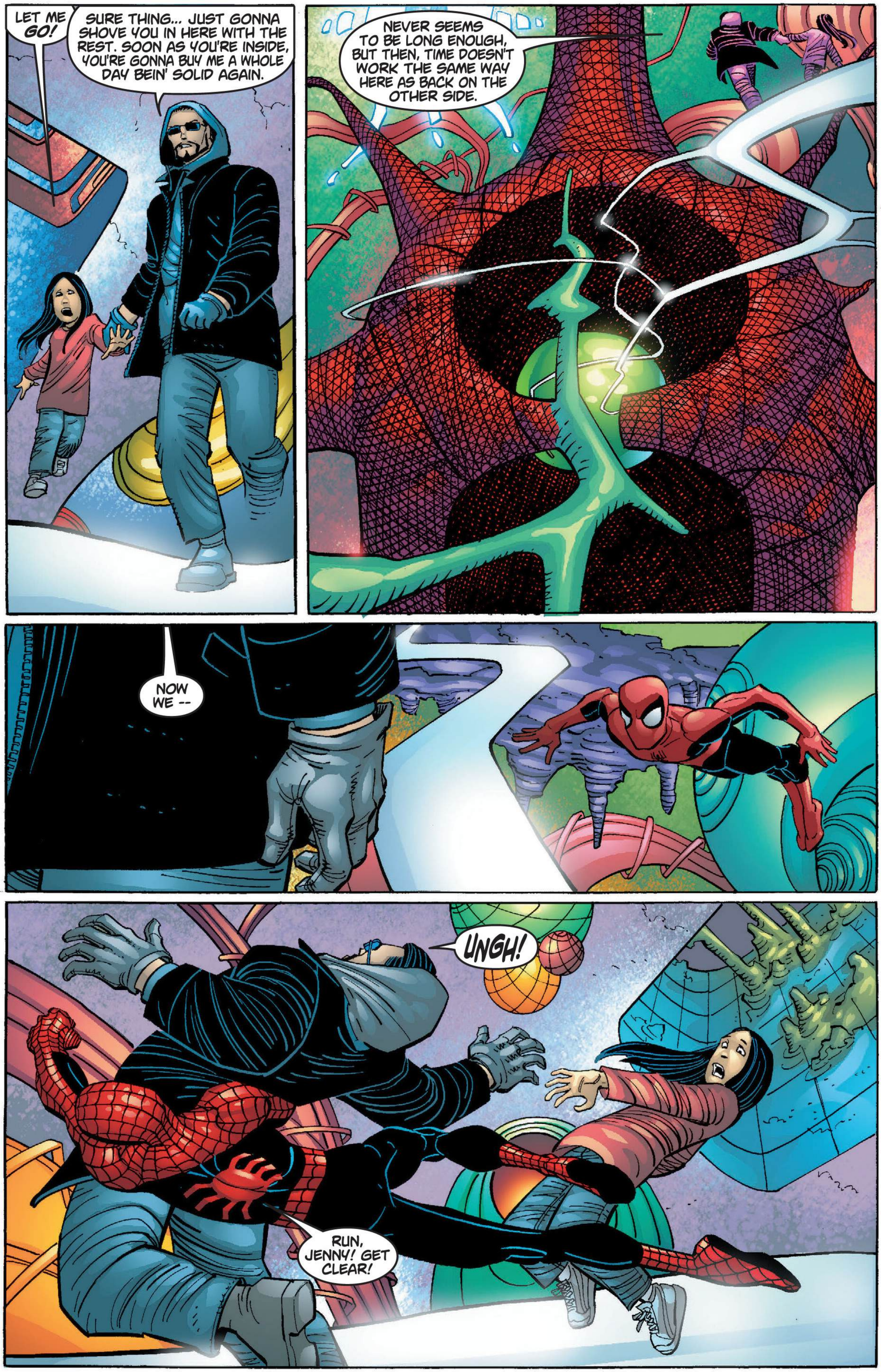

I SEEN YOU BRINGING GUYS IN HERE, ASKIN' QUESTIONS, AND THAT CREEP SPIDER-MAN... YOU MESSIN' WITH MY CRIB, LITTLE GIRL... AND I DON'T LIKE IT.
LOOK, YOU DON'T WANT TO DO ANYTHING TO ME --
NO?
NO... BECAUSE I GOT FRIENDS, AND... AND IF ANYTHING HAPPENS TO ME, THEY'LL --
THEY'LL WHAT?
EVERYBODY JUST GONNA SAY YOU MOVED ON, 'CAUSE THERE AIN'T GONNA BE NO BODY TO FIND. SEE, THAT WAS OUR DEAL. WE FIND PEOPLE FOR OUR GUY TO TAKE OUT, TAKE BACK INTO THE SHADOWS, GUYS NOBODY'S EVER GONNA MISS... ...AND IN RETURN, HE'S LIKE, OUR ENFORCER, Y'KNOW? WORKS OUT GREAT FOR EVERYBODY.
SO NOW WE GONNA DO SOME ENFORCING.
EEEE EEEEE!

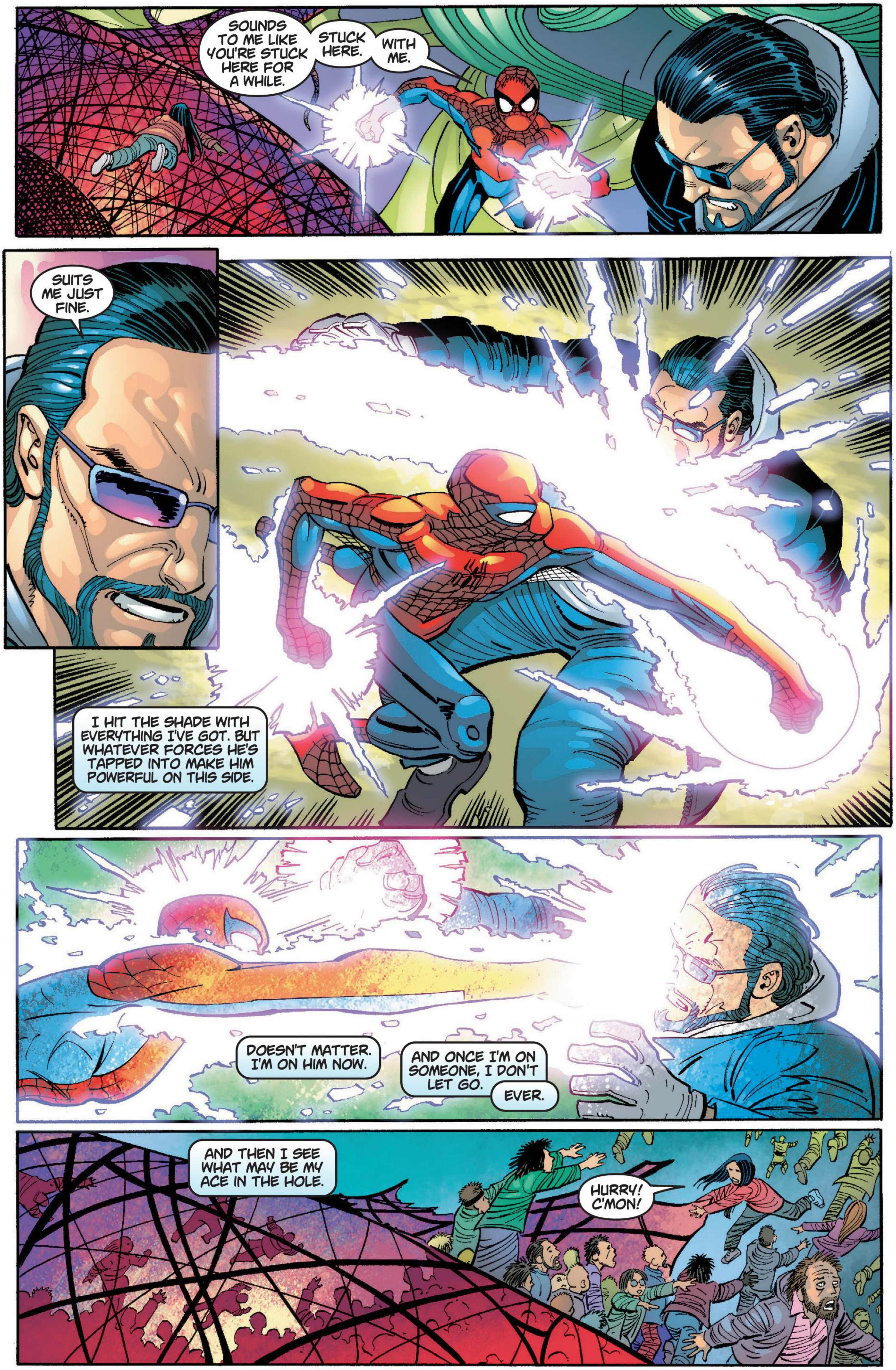

HEY, WHAT THE --
WAITAMINNIT... THIS ISN'T HOW I THOUGHT IT WAS GONNA... I'M LEAVING MY BODY?! WAITAMMINIT... *WAITAMINNIT...*
WAITAMINNNIIITTTTT!
HOLY...!
SO...
...YOU WANNA GO FOR A RIDE WITH A STRANGER?

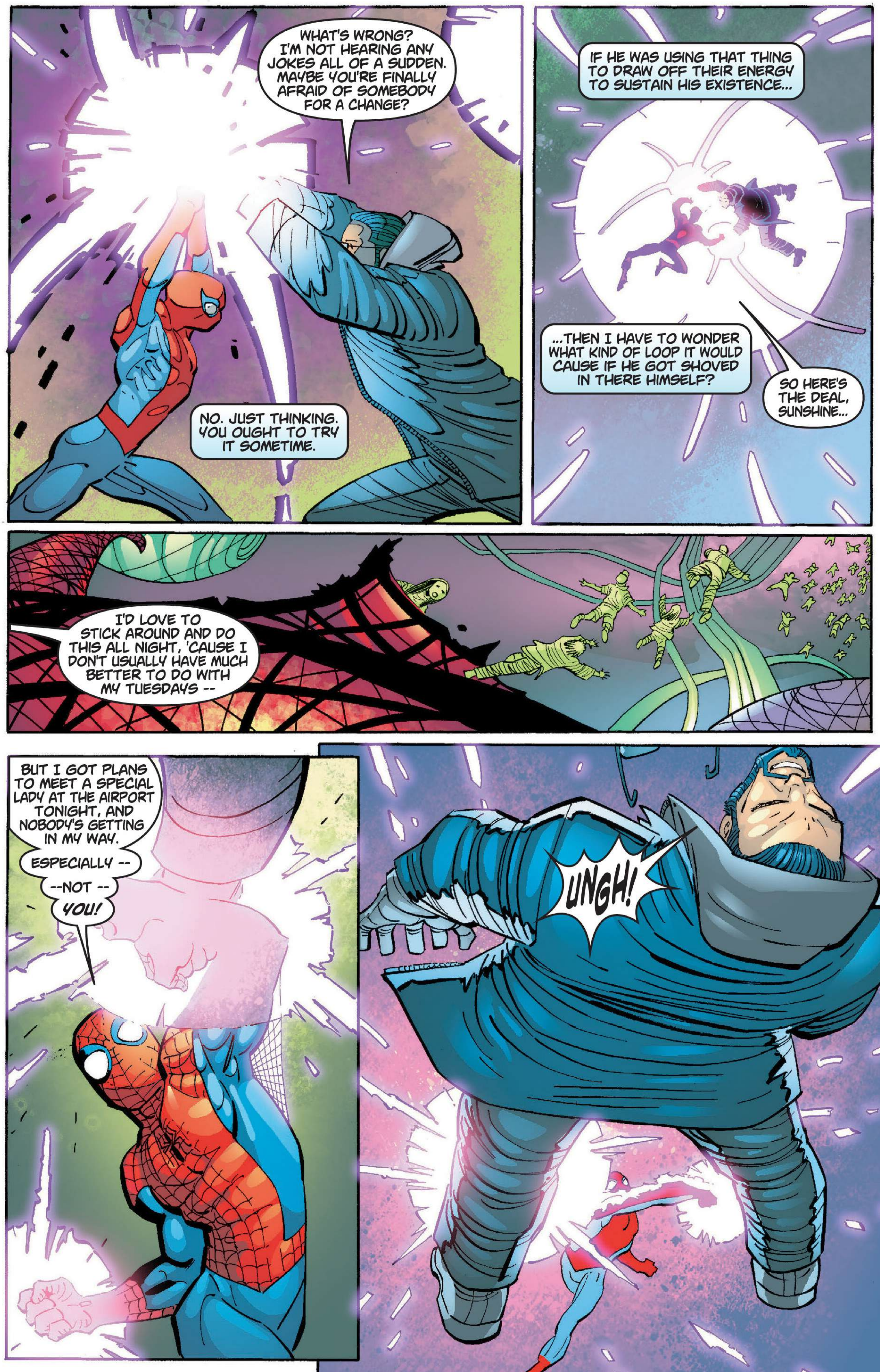

UH-OH... HEADING RIGHT FOR THAT WALL... CAN'T TURN... CAN'T --
--TURN!
...SILICON... MOUNTAINS AND MOUNTAINS OF SILICON... THE HORROR... THE HORROR...
NOW C'MERE --
NO!

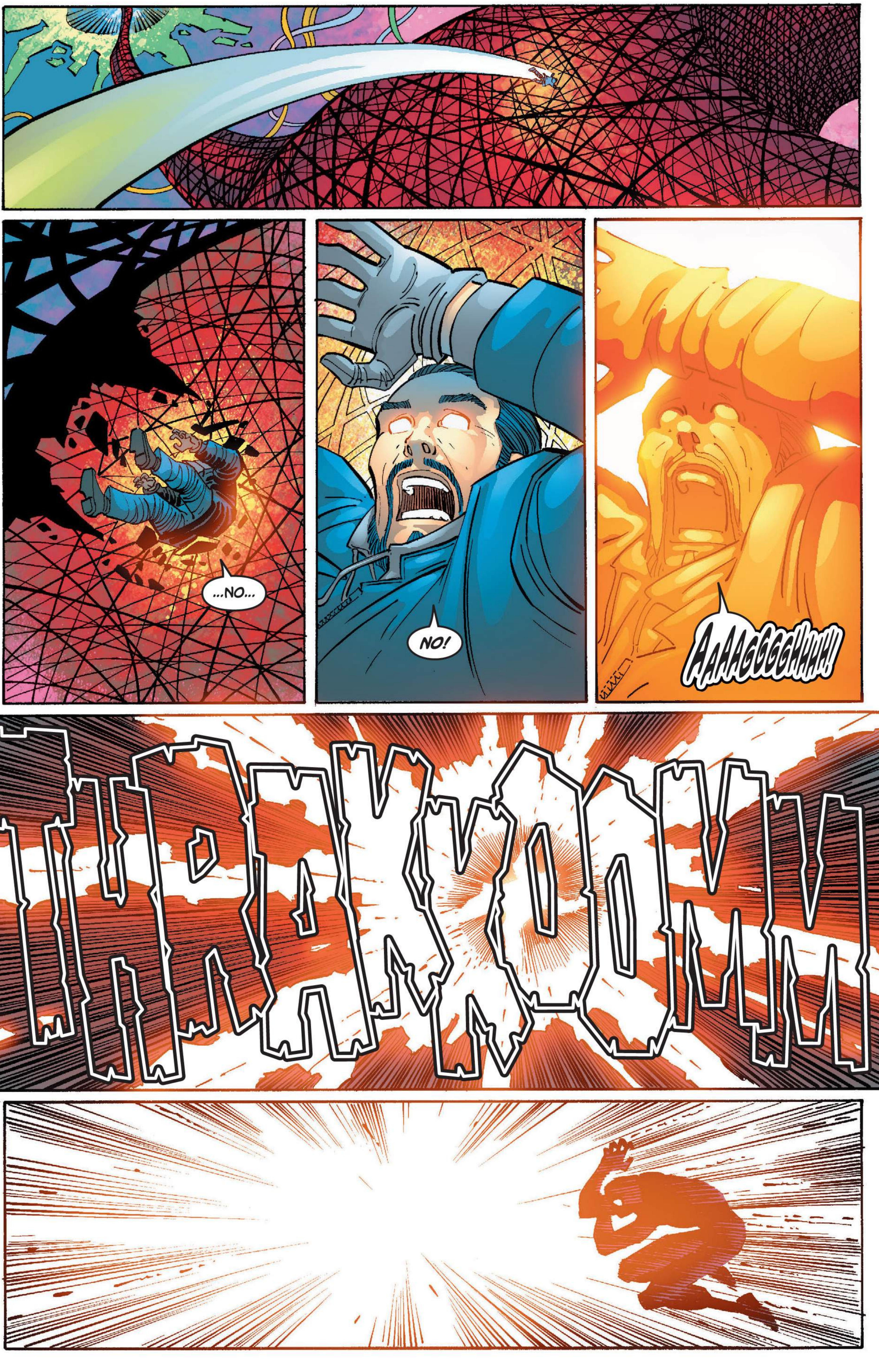

LET --
--ME --
--GO!

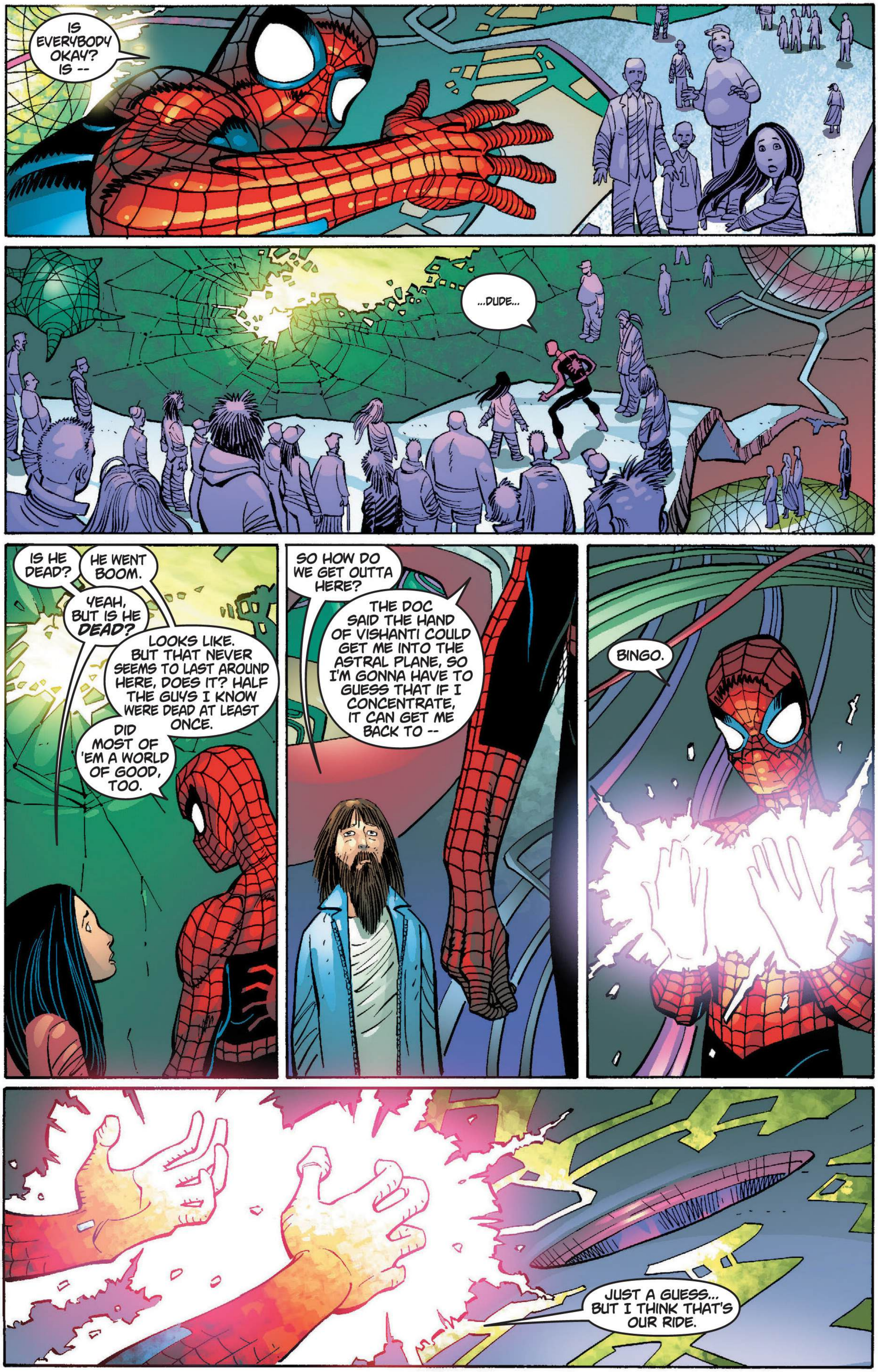

JENNY!
...OH... MY --
--STARS AND GARTERS...

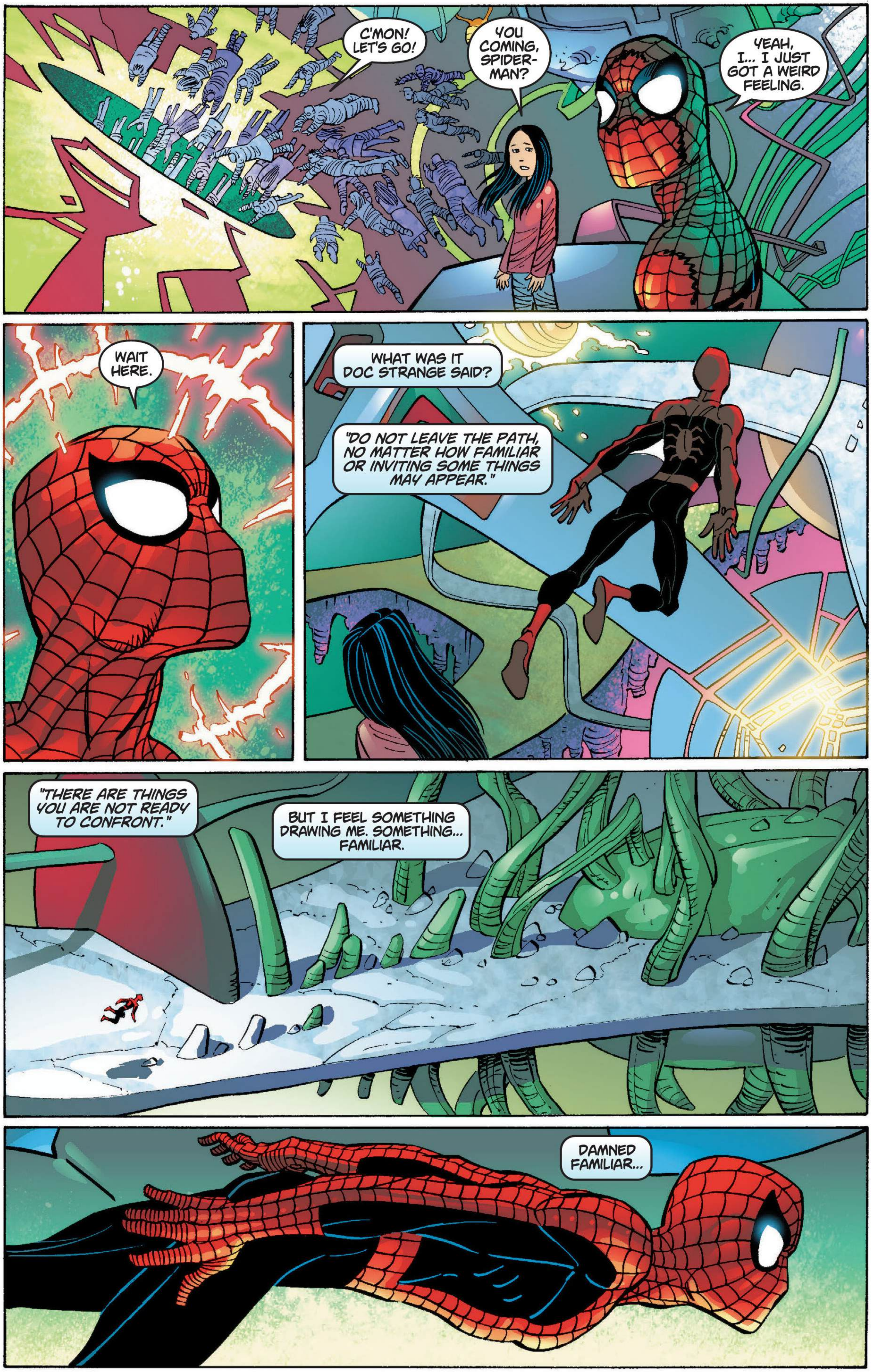

LET ME *GO!*
SURE THING... JUST GONNA SHOVE YOU IN HERE WITH THE REST. SOON AS YOU'RE INSIDE, YOU'RE GONNA BUY ME A WHOLE DAY BEIN' SOLID AGAIN.
NEVER SEEMS TO BE LONG ENOUGH, BUT THEN, TIME DOESN'T WORK THE SAME WAY HERE AS BACK ON THE OTHER SIDE.
NOW WE --
UNGH!
RUN, JENNY! GET CLEAR!

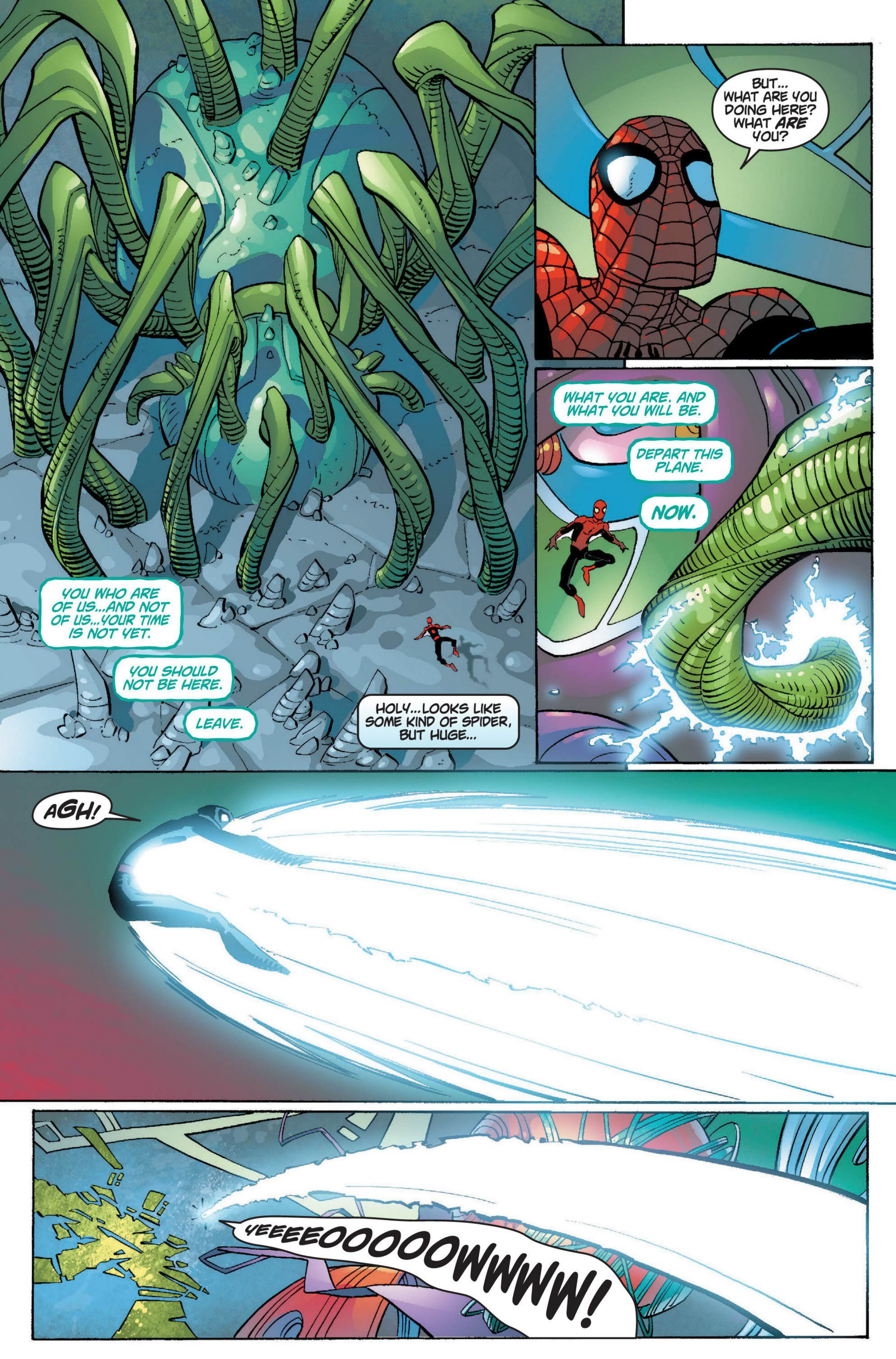

SOUNDS TO ME LIKE YOU'RE STUCK HERE FOR A WHILE.
STUCK HERE.
WITH ME.
SUITS ME JUST FINE.
I HIT THE SHADE WITH EVERYTHING I'VE GOT. BUT WHATEVER FORCES HE'S TAPPED INTO MAKE HIM POWERFUL ON THIS SIDE.
DOESN'T MATTER. I'M ON HIM NOW.
AND ONCE I'M ON SOMEONE, I DON'T LET GO.
EVER.
AND THEN I SEE WHAT MAY BE MY ACE IN THE HOLE.
HURRY! C'MON!

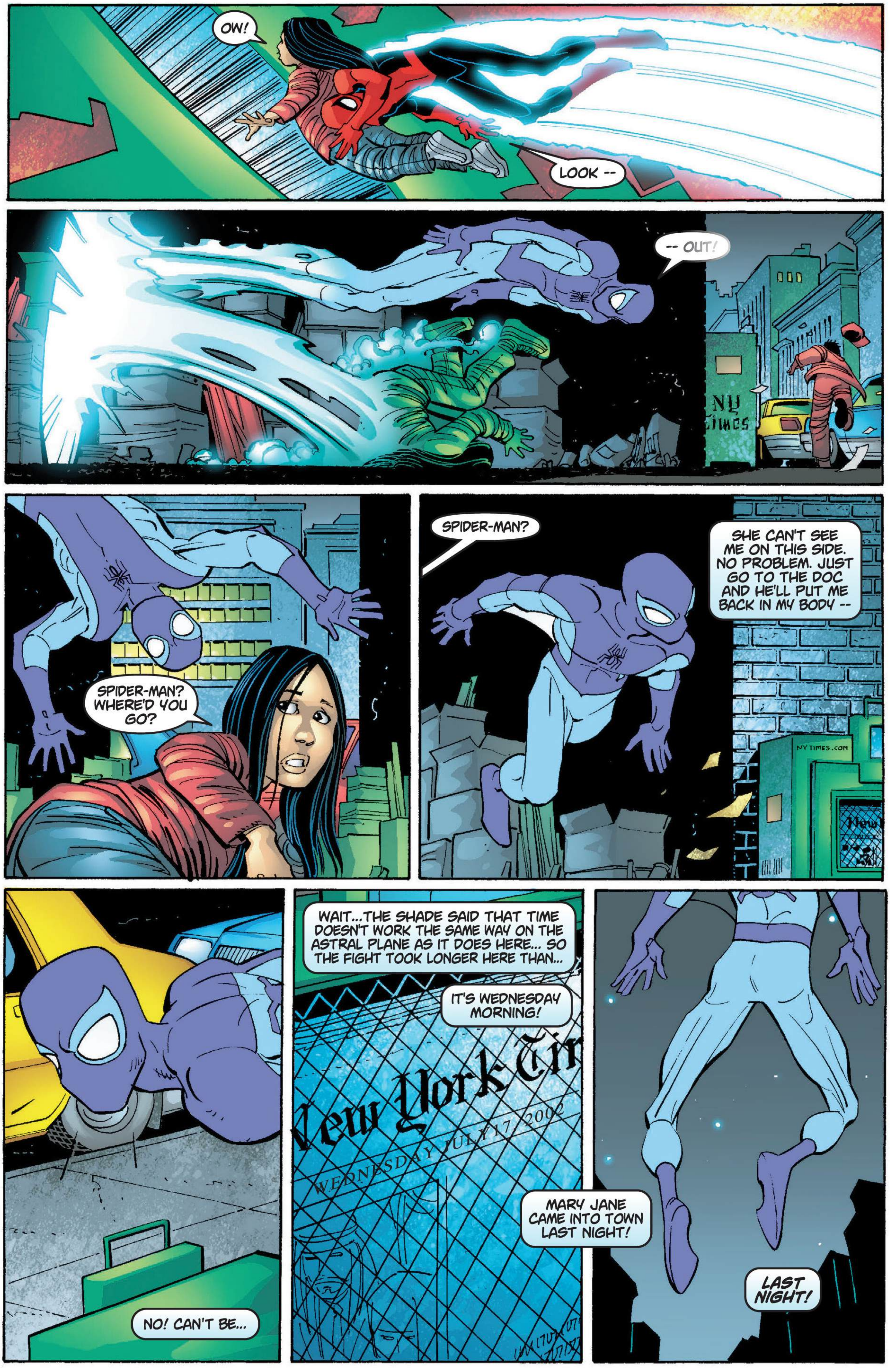

WHAT'S WRONG? I'M NOT HEARING ANY JOKES ALL OF A SUDDEN. MAYBE YOU'RE FINALLY AFRAID OF SOMEBODY FOR A CHANGE?
NO. JUST THINKING. YOU OUGHT TO TRY IT SOMETIME.
IF HE WAS USING THAT THING TO DRAW OFF THEIR ENERGY TO SUSTAIN HIS EXISTENCE...
...THEN I HAVE TO WONDER WHAT KIND OF LOOP IT WOULD CAUSE IF HE GOT SHOVED IN THERE HIMSELF?
SO HERE'S THE DEAL, SUNSHINE...
I'D LOVE TO STICK AROUND AND DO THIS ALL NIGHT, 'CAUSE I DON'T USUALLY HAVE MUCH BETTER TO DO WITH MY TUESDAYS --
BUT I GOT PLANS TO MEET A SPECIAL LADY AT THE AIRPORT TONIGHT, AND NOBODY'S GETTING IN MY WAY.
ESPECIALLY --
--NOT --
YOU!
UNGH!

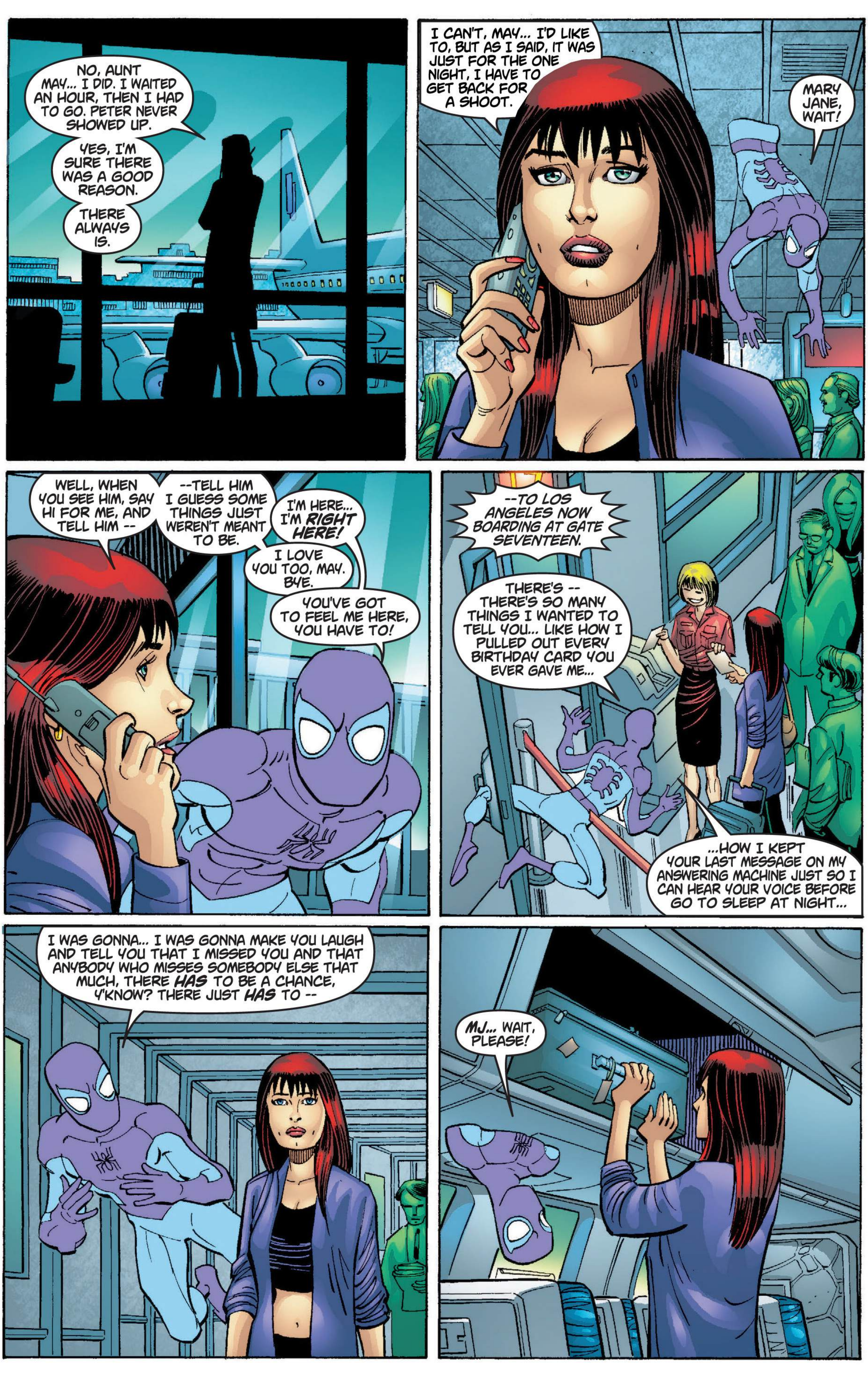

...NO...
NO!
AAAAGGGGHHHH!
THRAKOOMM

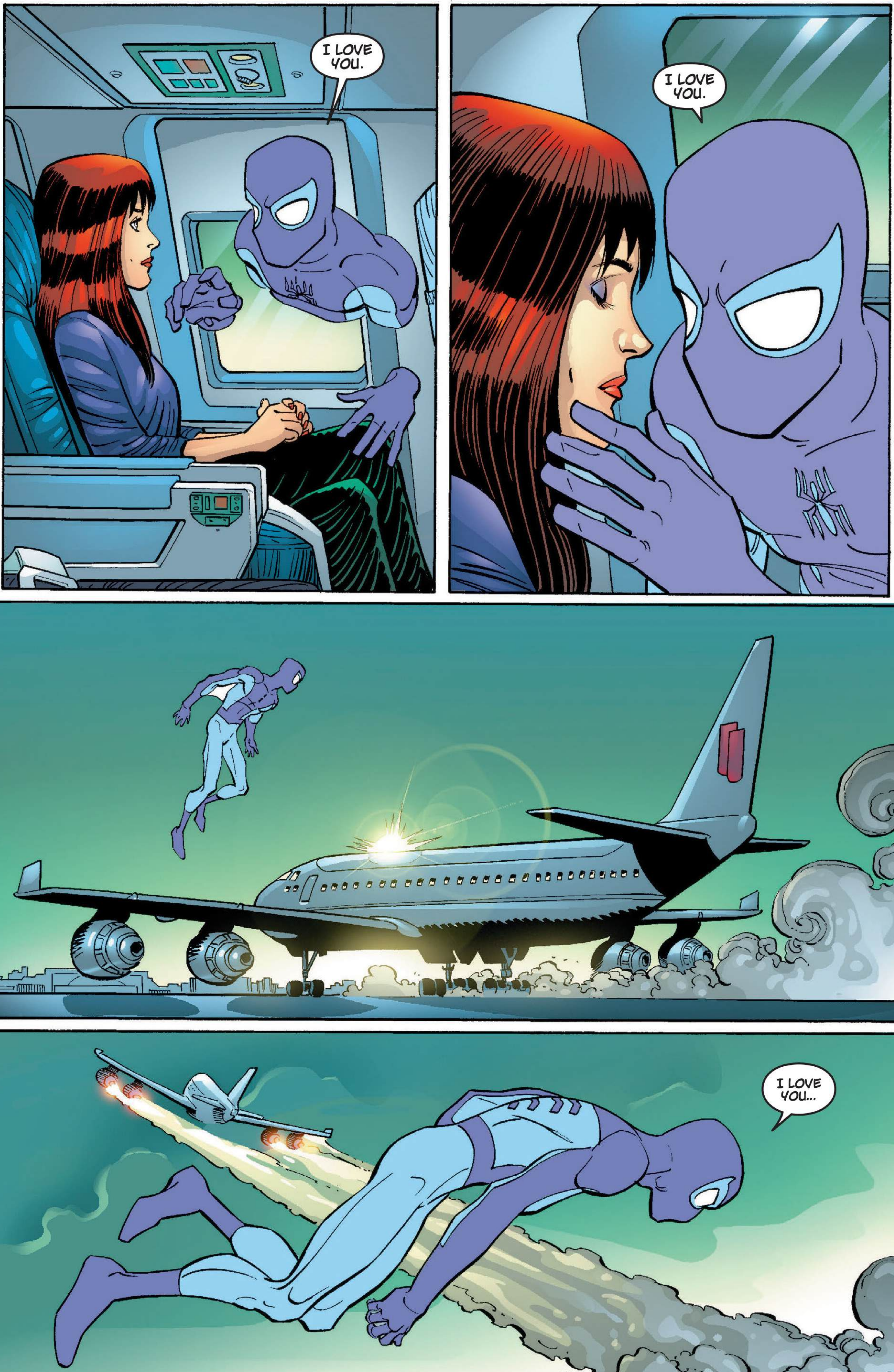

IS EVERYBODY OKAY? IS --
...DUDE...
IS HE DEAD?
HE WENT BOOM.
YEAH, BUT IS HE *DEAD?*
LOOKS LIKE. BUT THAT NEVER SEEMS TO LAST AROUND HERE, DOES IT? HALF THE GUYS I KNOW WERE DEAD AT LEAST ONCE.
DID MOST OF 'EM A WORLD OF GOOD, TOO.
SO HOW DO WE GET OUTTA HERE?
THE DOC SAID THE HAND OF VISHANTI COULD GET ME INTO THE ASTRAL PLANE, SO I'M GONNA HAVE TO GUESS THAT IF I CONCENTRATE, IT CAN GET ME BACK TO --
BINGO.
JUST A GUESS... BUT I THINK THAT'S OUR RIDE.

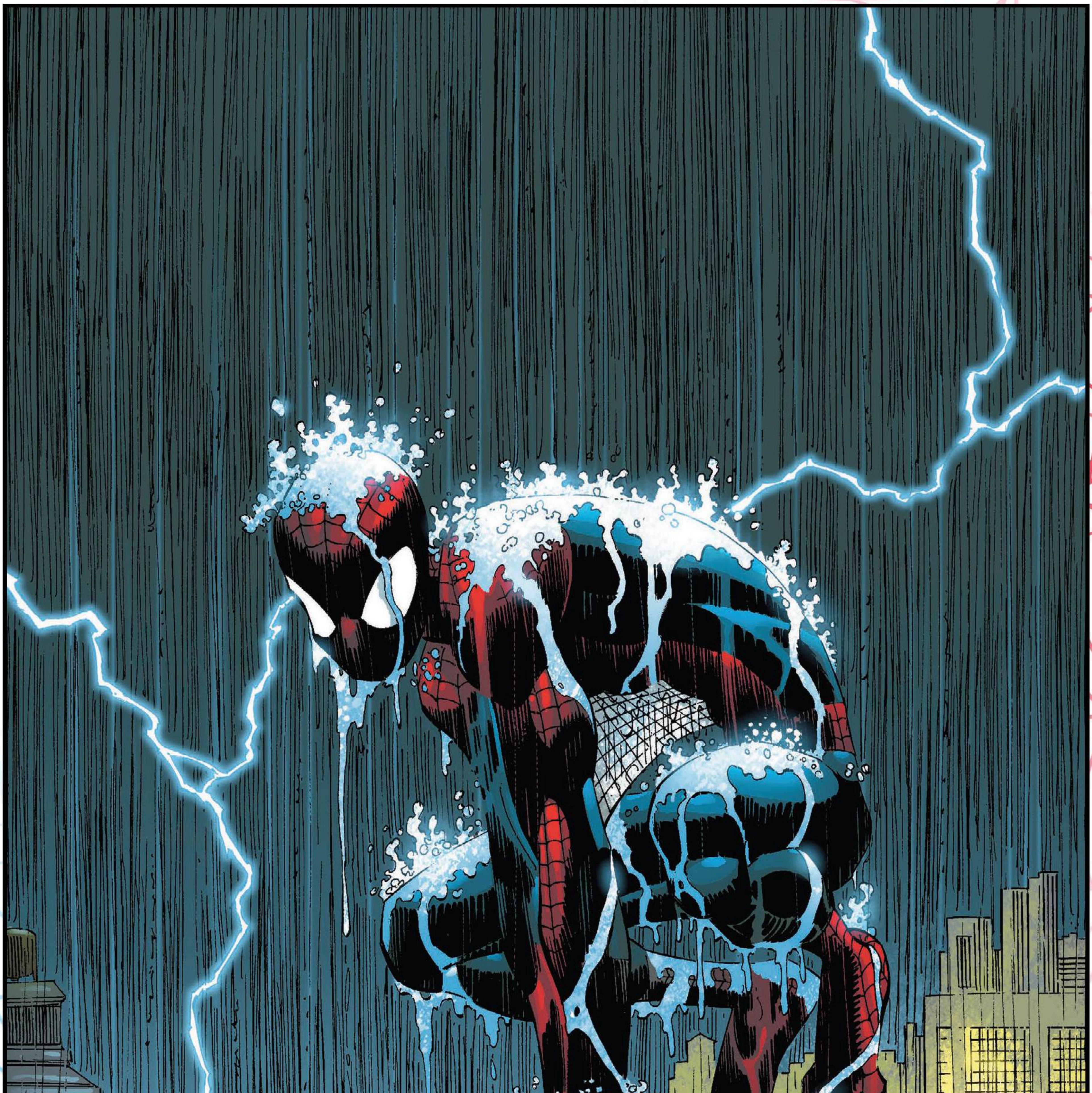

C'MON! LET'S GO!
YOU COMING, SPIDER-MAN?
YEAH, I... I JUST GOT A WEIRD FEELING.
WAIT HERE.
WHAT WAS IT DOC STRANGE SAID?
"DO NOT LEAVE THE PATH, NO MATTER HOW FAMILIAR OR INVITING SOME THINGS MAY APPEAR."
"THERE ARE THINGS YOU ARE NOT READY TO CONFRONT."
BUT I FEEL SOMETHING DRAWING ME. SOMETHING... FAMILIAR.
DAMNED FAMILIAR...


YOU WHO ARE OF US...AND NOT OF US...YOUR TIME IS NOT YET.
YOU SHOULD NOT BE HERE.
LEAVE.
HOLY...LOOKS LIKE SOME KIND OF SPIDER, BUT HUGE...
BUT... WHAT ARE YOU DOING HERE? WHAT **ARE** YOU?
WHAT YOU ARE. AND WHAT YOU WILL BE.
DEPART THIS PLANE.
NOW.
AGH!
YEEEEOOOOOOWWWWW!

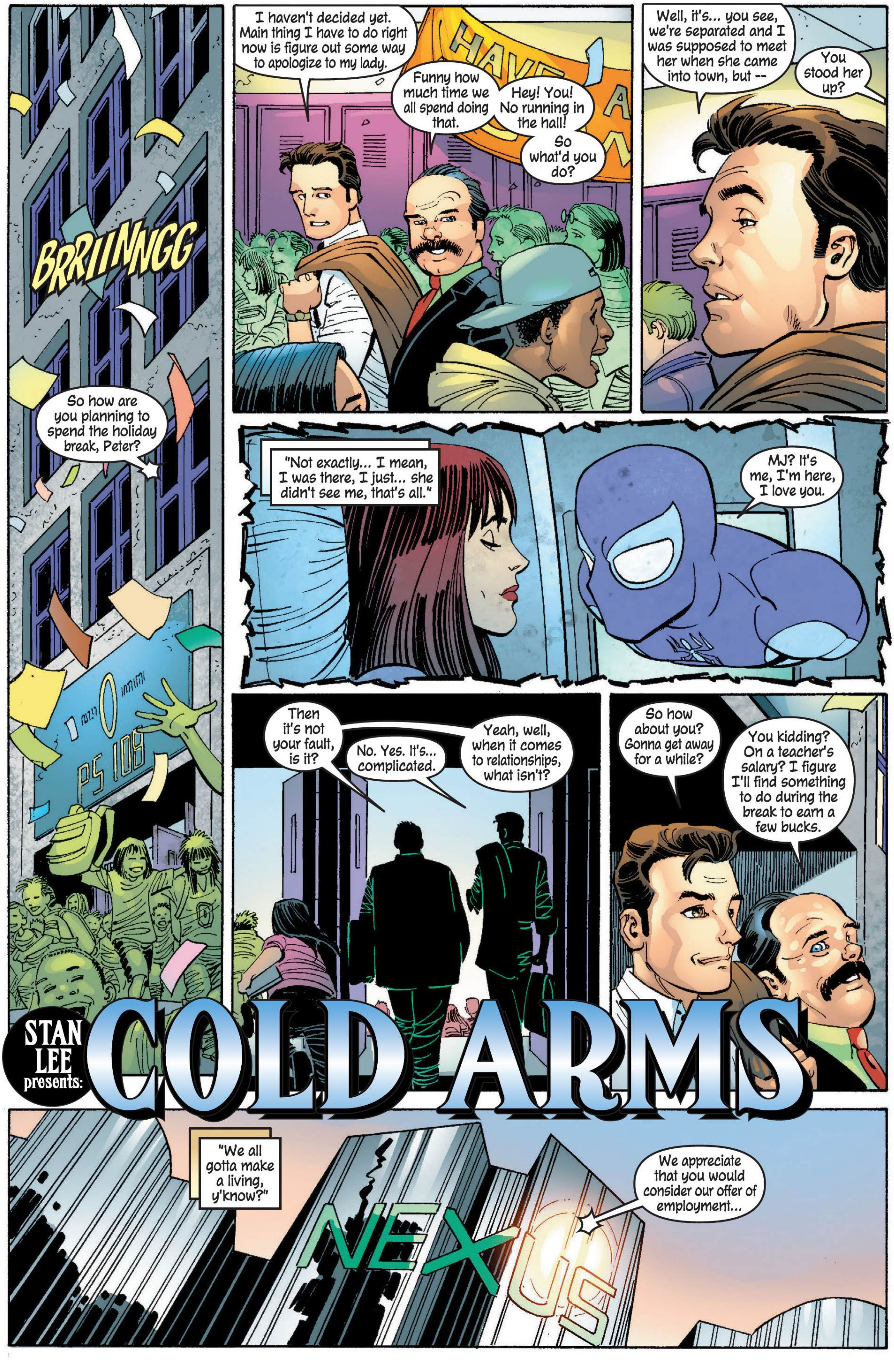

OW!
LOOK --
-- OUT!
NY TIMES
SPIDER-MAN? WHERE'D YOU GO?
SPIDER-MAN?
SHE CAN'T SEE ME ON THIS SIDE. NO PROBLEM. JUST GO TO THE DOC AND HE'LL PUT ME BACK IN MY BODY --
NYTIMES.COM
NO! CAN'T BE...
WAIT...THE SHADE SAID THAT TIME DOESN'T WORK THE SAME WAY ON THE ASTRAL PLANE AS IT DOES HERE... SO THE FIGHT TOOK LONGER HERE THAN...
IT'S WEDNESDAY MORNING!
New York Ti
WEDNESDAY JULY 17, 2002
MARY JANE CAME INTO TOWN LAST NIGHT!
LAST NIGHT!

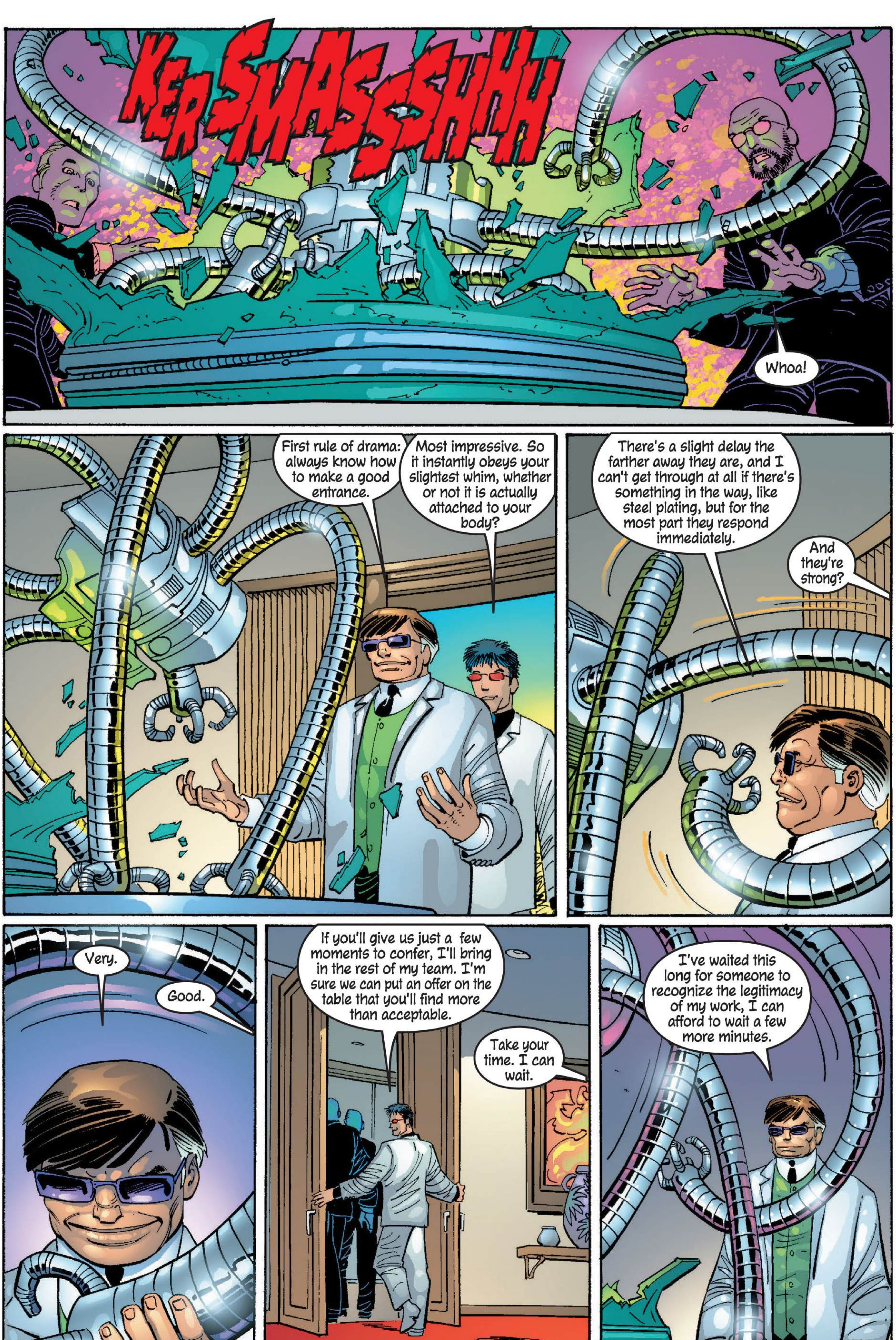

NO, AUNT MAY... I DID. I WAITED AN HOUR, THEN I HAD TO GO. PETER NEVER SHOWED UP.
YES, I'M SURE THERE WAS A GOOD REASON.
THERE ALWAYS IS.
I CAN'T, MAY... I'D LIKE TO, BUT AS I SAID, IT WAS JUST FOR THE ONE NIGHT, I HAVE TO GET BACK FOR A SHOOT.
MARY JANE, WAIT!
WELL, WHEN YOU SEE HIM, SAY HI FOR ME, AND TELL HIM --
--TELL HIM I GUESS SOME THINGS JUST WEREN'T MEANT TO BE.
I'M HERE... I'M RIGHT HERE!
I LOVE YOU TOO, MAY. BYE.
YOU'VE GOT TO FEEL ME HERE, YOU HAVE TO!
--TO LOS ANGELES NOW BOARDING AT GATE SEVENTEEN.
THERE'S -- THERE'S SO MANY THINGS I WANTED TO TELL YOU... LIKE HOW I PULLED OUT EVERY BIRTHDAY CARD YOU EVER GAVE ME...
...HOW I KEPT YOUR LAST MESSAGE ON MY ANSWERING MACHINE JUST SO I CAN HEAR YOUR VOICE BEFORE GO TO SLEEP AT NIGHT...
I WAS GONNA... I WAS GONNA MAKE YOU LAUGH AND TELL YOU THAT I MISSED YOU AND THAT ANYBODY WHO MISSES SOMEBODY ELSE THAT MUCH, THERE HAS TO BE A CHANCE, Y'KNOW? THERE JUST HAS TO --
MJ... WAIT, PLEASE!

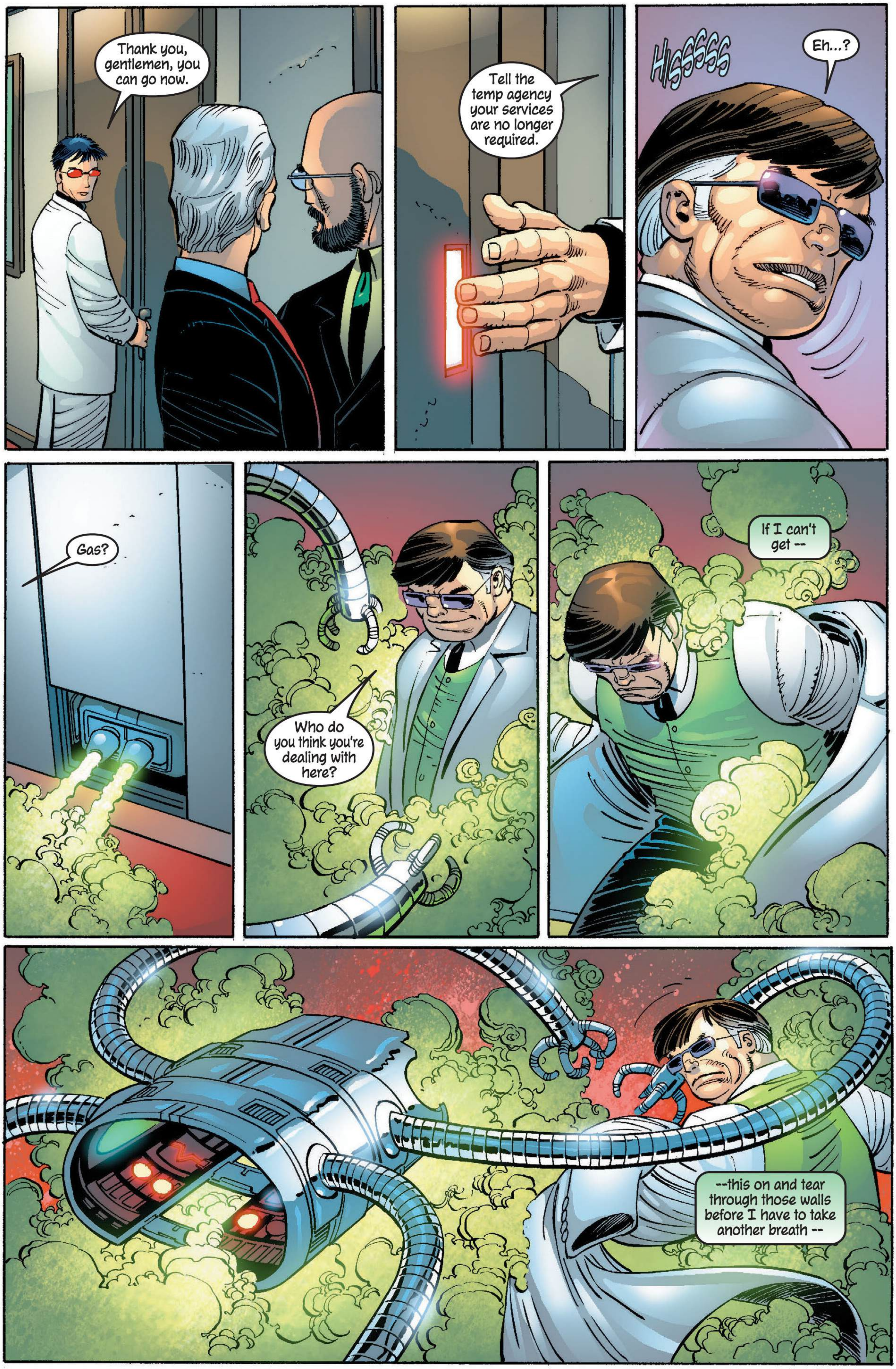

I LOVE YOU.
I LOVE YOU.
I LOVE YOU...

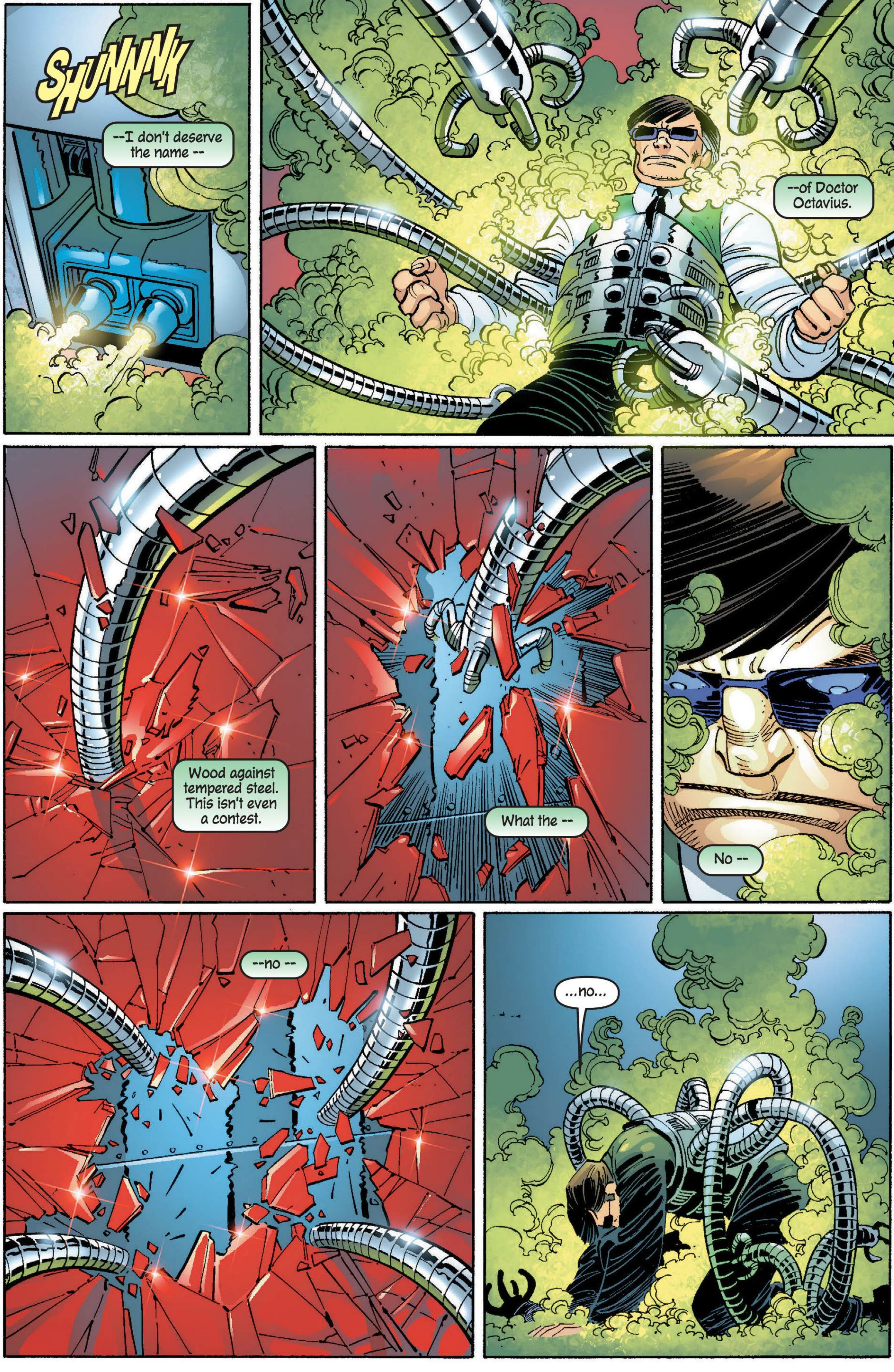


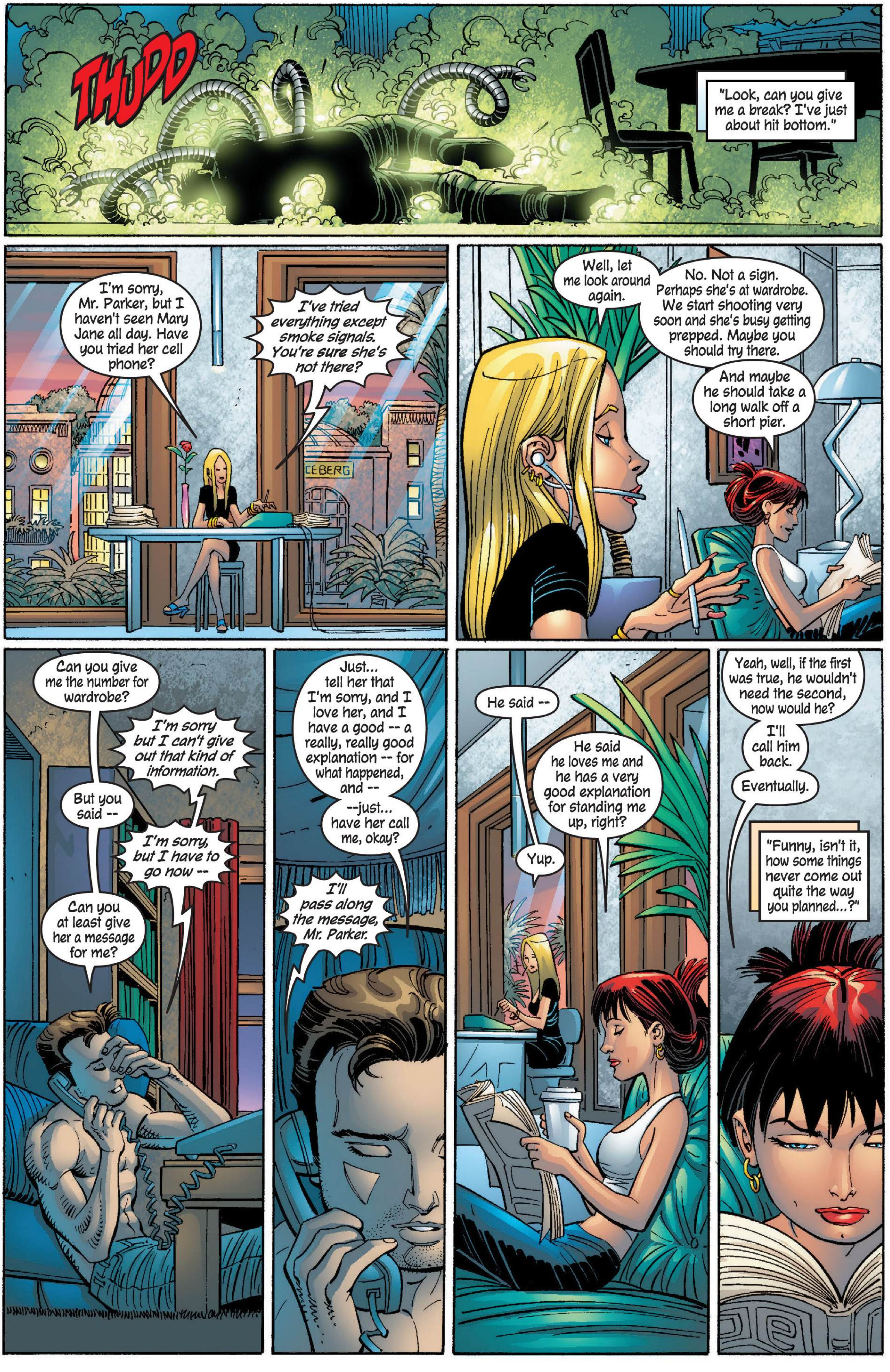
AMAZING SPIDER-MAN #43

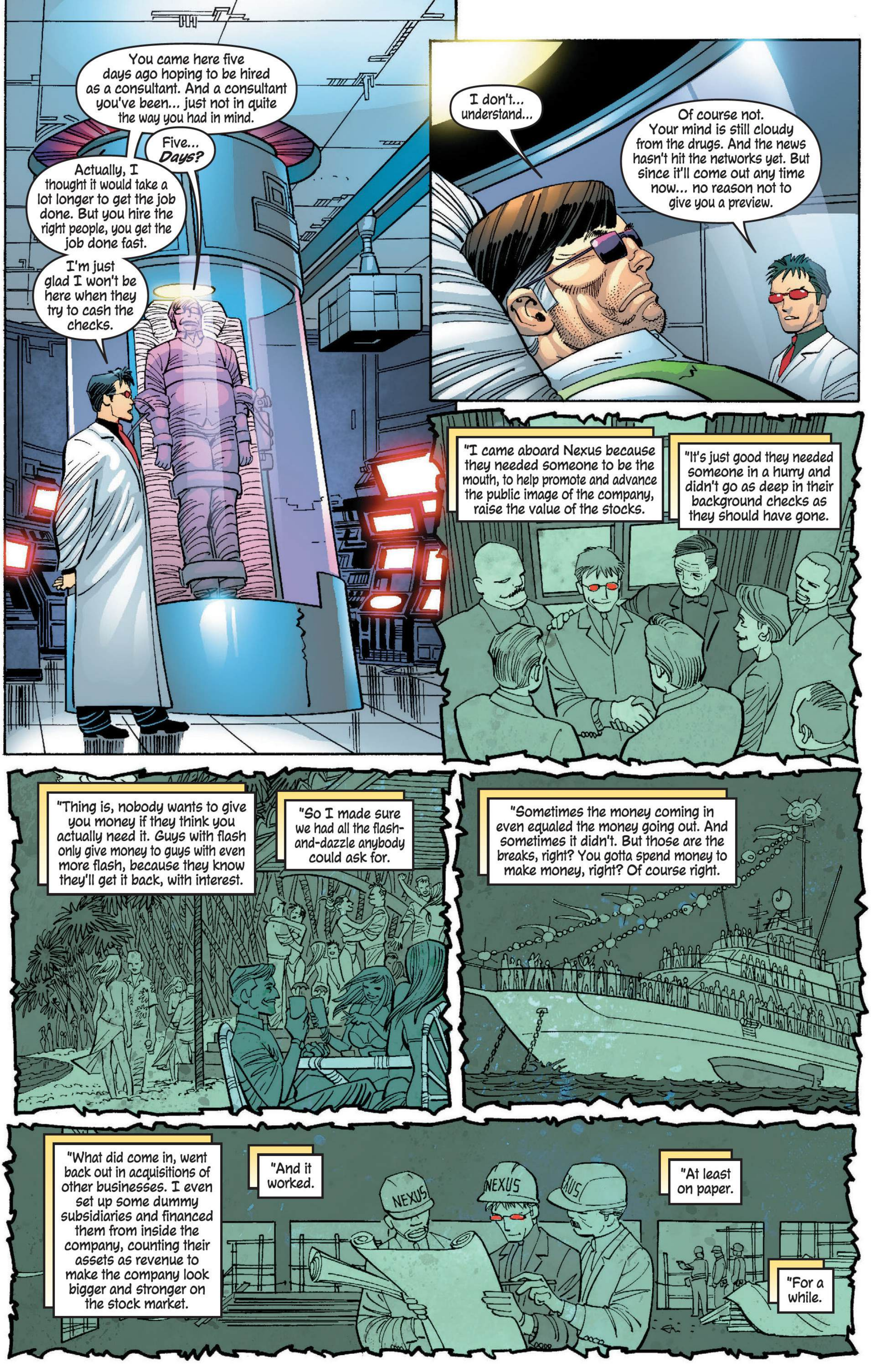

BRRIINNGG
So how are you planning to spend the holiday break, Peter?
PS 108
HAVE A
I haven't decided yet. Main thing I have to do right now is figure out some way to apologize to my lady.
Funny how much time we all spend doing that.
Hey! You! No running in the hall!
So what'd you do?
Well, it's... you see, we're separated and I was supposed to meet her when she came into town, but --
You stood her up?
"Not exactly... I mean, I was there, I just... she didn't see me, that's all."
MJ? It's me, I'm here, I love you.
Then it's not your fault, is it?
No. Yes. It's... complicated.
Yeah, well, when it comes to relationships, what isn't?
So how about you? Gonna get away for a while?
You kidding? On a teacher's salary? I figure I'll find something to do during the break to earn a few bucks.
STAN LEE presents:
COLD ARMS
"We all gotta make a living, y'know?"
We appreciate that you would consider our offer of employment...
NEXUS

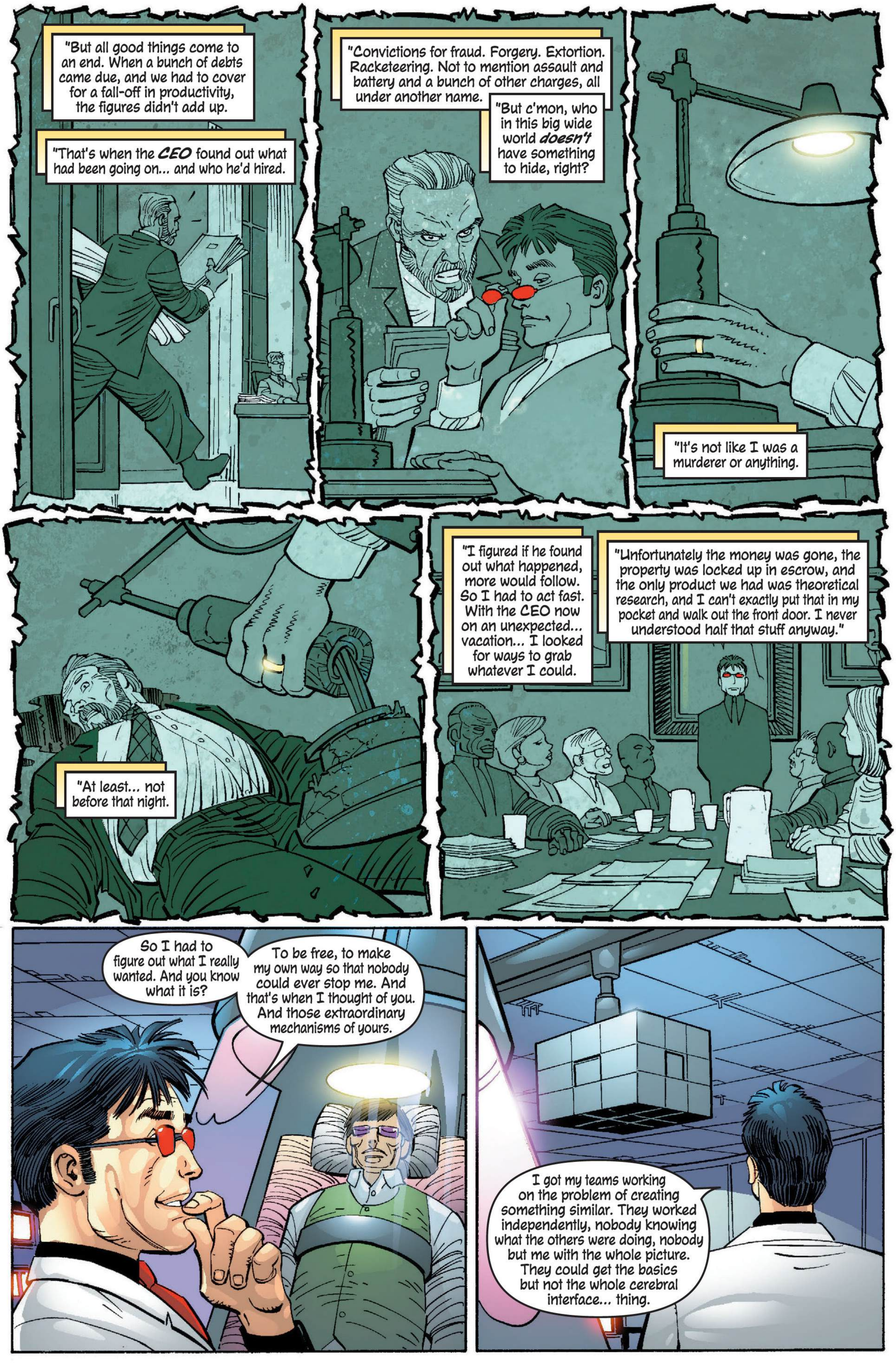

KER-SMASSSHHH
Whoa!
First rule of drama: always know how to make a good entrance.
Most impressive. So it instantly obeys your slightest whim, whether or not it is actually attached to your body?
There's a slight delay the farther away they are, and I can't get through at all if there's something in the way, like steel plating, but for the most part they respond immediately.
And they're strong?
Very.
Good.
If you'll give us just a few moments to confer, I'll bring in the rest of my team. I'm sure we can put an offer on the table that you'll find more than acceptable.
Take your time. I can wait.
I've waited this long for someone to recognize the legitimacy of my work, I can afford to wait a few more minutes.

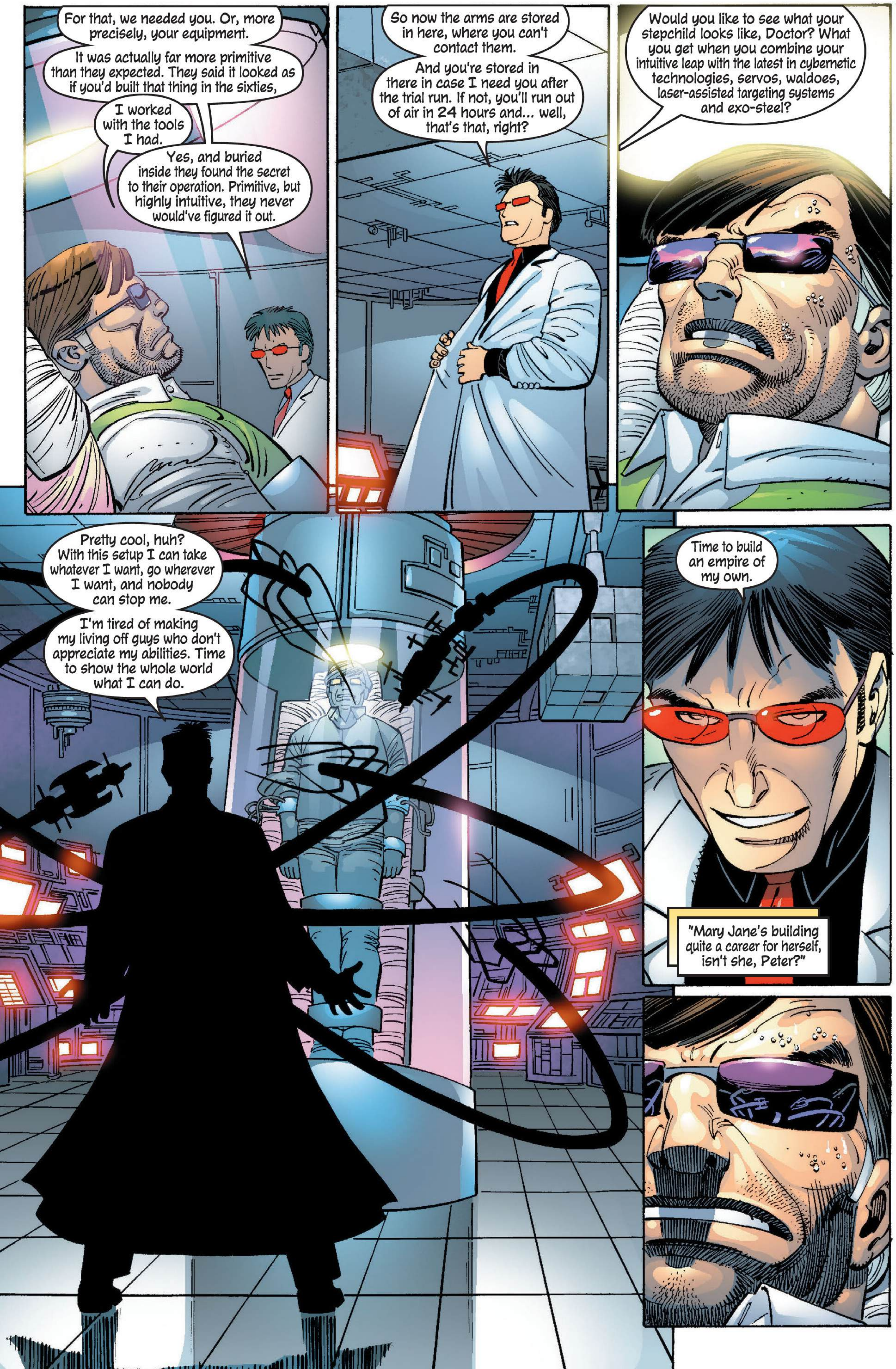

Thank you, gentlemen, you can go now.
Tell the temp agency your services are no longer required.
HISSSSS
Eh...?
Gas?
Who do you think you're dealing with here?
If I can't get --
--this on and tear through those walls before I have to take another breath --

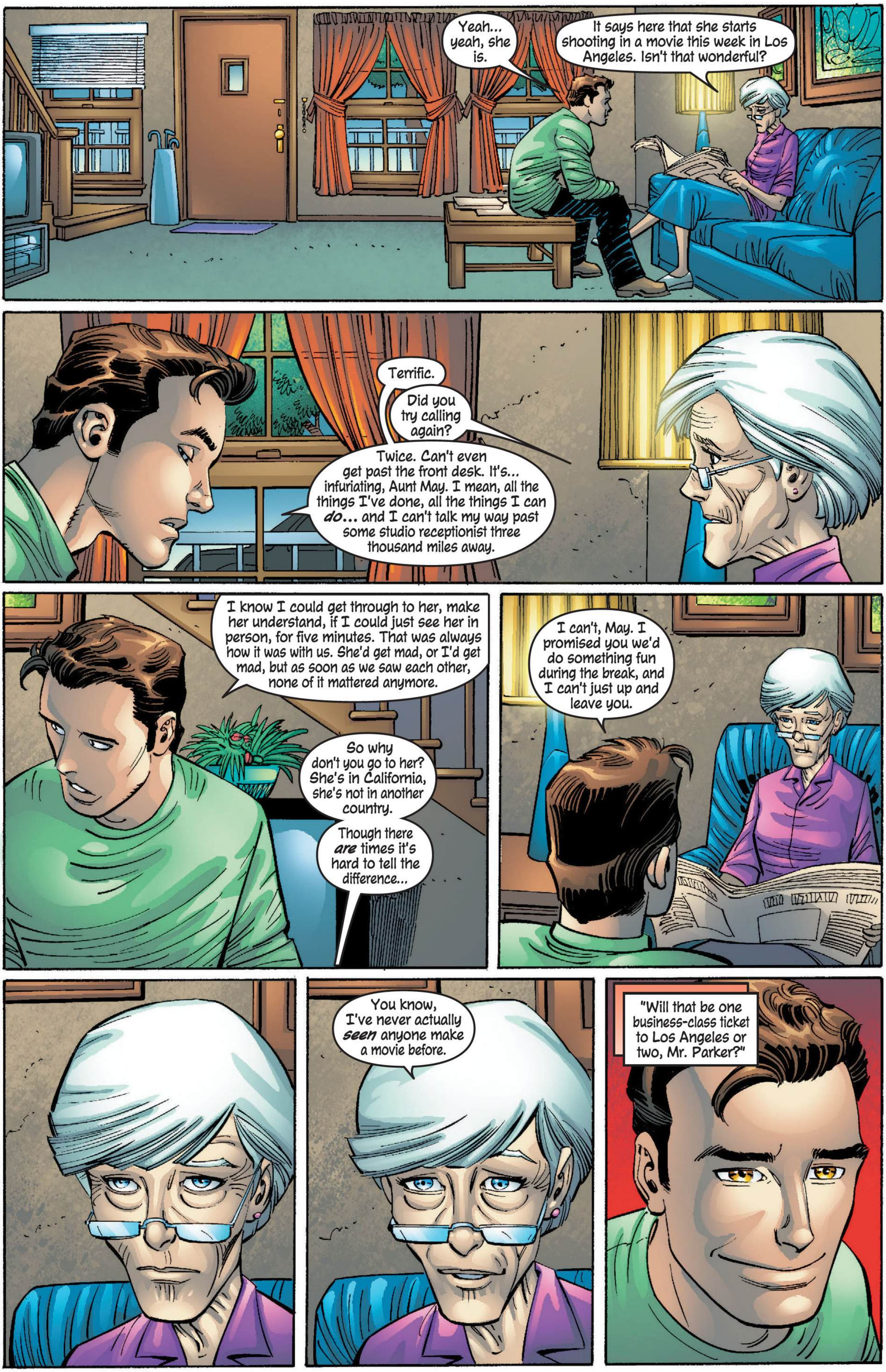

SHUNNNK
--I don't deserve the name --
--of Doctor Octavius.
Wood against tempered steel. This isn't even a contest.
What the --
No --
--no --
...no...

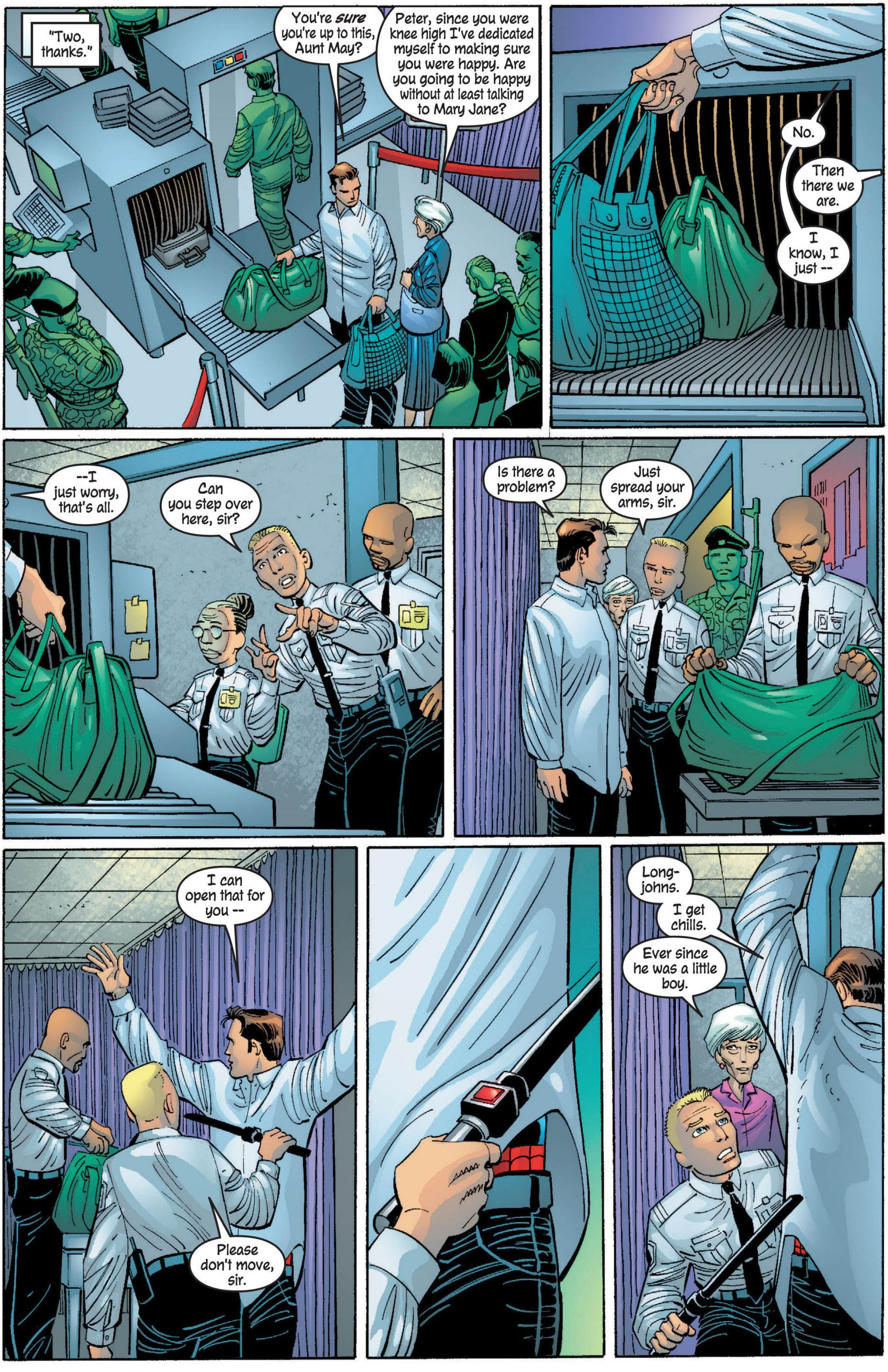

THUDD
"Look, can you give me a break? I've just about hit bottom."
I'm sorry, Mr. Parker, but I haven't seen Mary Jane all day. Have you tried her cell phone?
I've tried everything except smoke signals. You're sure she's not there?
CEBERG
Well, let me look around again.
No. Not a sign. Perhaps she's at wardrobe. We start shooting very soon and she's busy getting prepped. Maybe you should try there.
And maybe he should take a long walk off a short pier.
Can you give me the number for wardrobe?
I'm sorry but I can't give out that kind of information.
But you said --
I'm sorry, but I have to go now --
Can you at least give her a message for me?
Just... tell her that I'm sorry, and I love her, and I have a good -- a really, really good explanation -- for what happened, and --
--just... have her call me, okay?
I'll pass along the message, Mr. Parker.
He said --
He said he loves me and he has a very good explanation for standing me up, right?
Yup.
Yeah, well, if the first was true, he wouldn't need the second, now would he?
I'll call him back.
Eventually.
"Funny, isn't it, how some things never come out quite the way you planned...?"

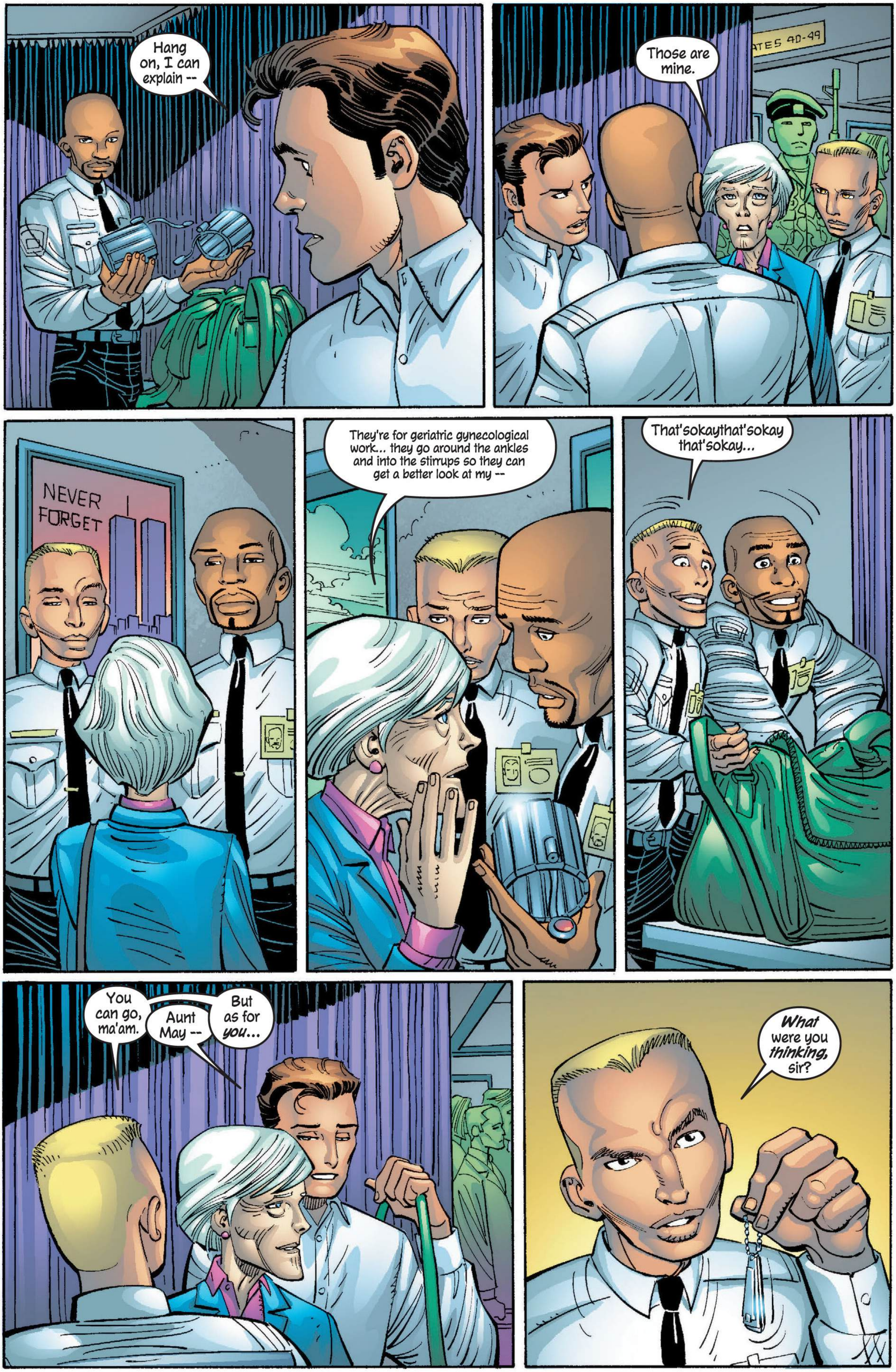

You came here five days ago hoping to be hired as a consultant. And a consultant you've been... just not in quite the way you had in mind.
Five... *Days?*
Actually, I thought it would take a lot longer to get the job done. But you hire the right people, you get the job done fast.
I'm just glad I won't be here when they try to cash the checks.
I don't... understand...
Of course not. Your mind is still cloudy from the drugs. And the news hasn't hit the networks yet. But since it'll come out any time now... no reason not to give you a preview.
"I came aboard Nexus because they needed someone to be the mouth, to help promote and advance the public image of the company, raise the value of the stocks.
"It's just good they needed someone in a hurry and didn't go as deep in their background checks as they should have gone.
"Thing is, nobody wants to give you money if they think you actually need it. Guys with flash only give money to guys with even more flash, because they know they'll get it back, with interest.
"So I made sure we had all the flash-and-dazzle anybody could ask for.
"Sometimes the money coming in even equaled the money going out. And sometimes it didn't. But those are the breaks, right? You gotta spend money to make money, right? Of course right.
"What did come in, went back out in acquisitions of other businesses. I even set up some dummy subsidiaries and financed them from inside the company, counting their assets as revenue to make the company look bigger and stronger on the stock market.
"And it worked.
NEXUS
NEXUS
XUS
"At least on paper.
"For a while.

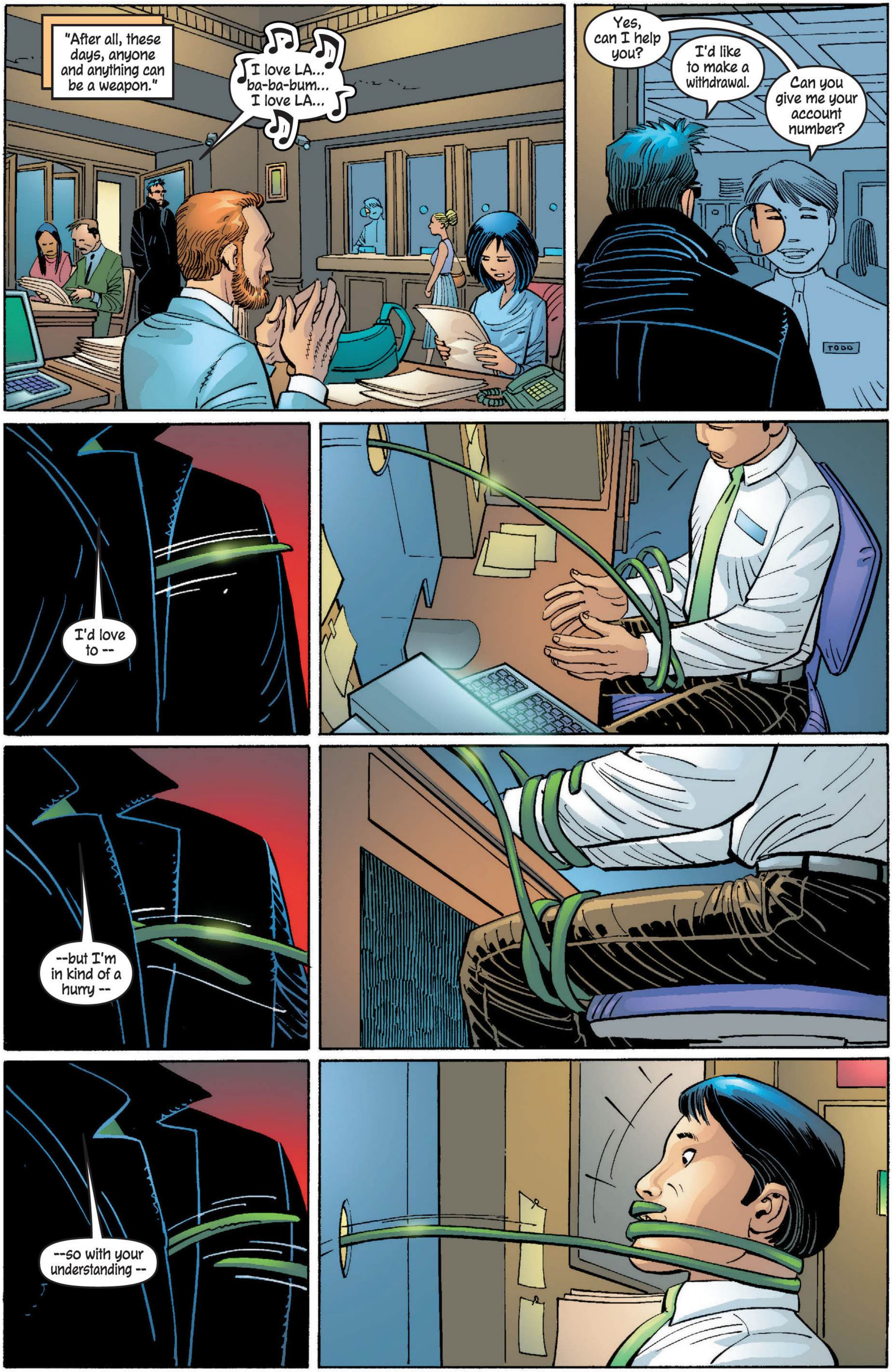

"But all good things come to an end. When a bunch of debts came due, and we had to cover for a fall-off in productivity, the figures didn't add up.
"That's when the *CEO* found out what had been going on... and who he'd hired.
"Convictions for fraud. Forgery. Extortion. Racketeering. Not to mention assault and battery and a bunch of other charges, all under another name.
"But c'mon, who in this big wide world *doesn't* have something to hide, right?
"It's not like I was a murderer or anything.
"At least... not before that night.
"I figured if he found out what happened, more would follow. So I had to act fast. With the CEO now on an unexpected... vacation... I looked for ways to grab whatever I could.
"Unfortunately the money was gone, the property was locked up in escrow, and the only product we had was theoretical research, and I can't exactly put that in my pocket and walk out the front door. I never understood half that stuff anyway."
So I had to figure out what I really wanted. And you know what it is?
To be free, to make my own way so that nobody could ever stop me. And that's when I thought of you. And those extraordinary mechanisms of yours.
I got my teams working on the problem of creating something similar. They worked independently, nobody knowing what the others were doing, nobody but me with the whole picture. They could get the basics but not the whole cerebral interface... thing.

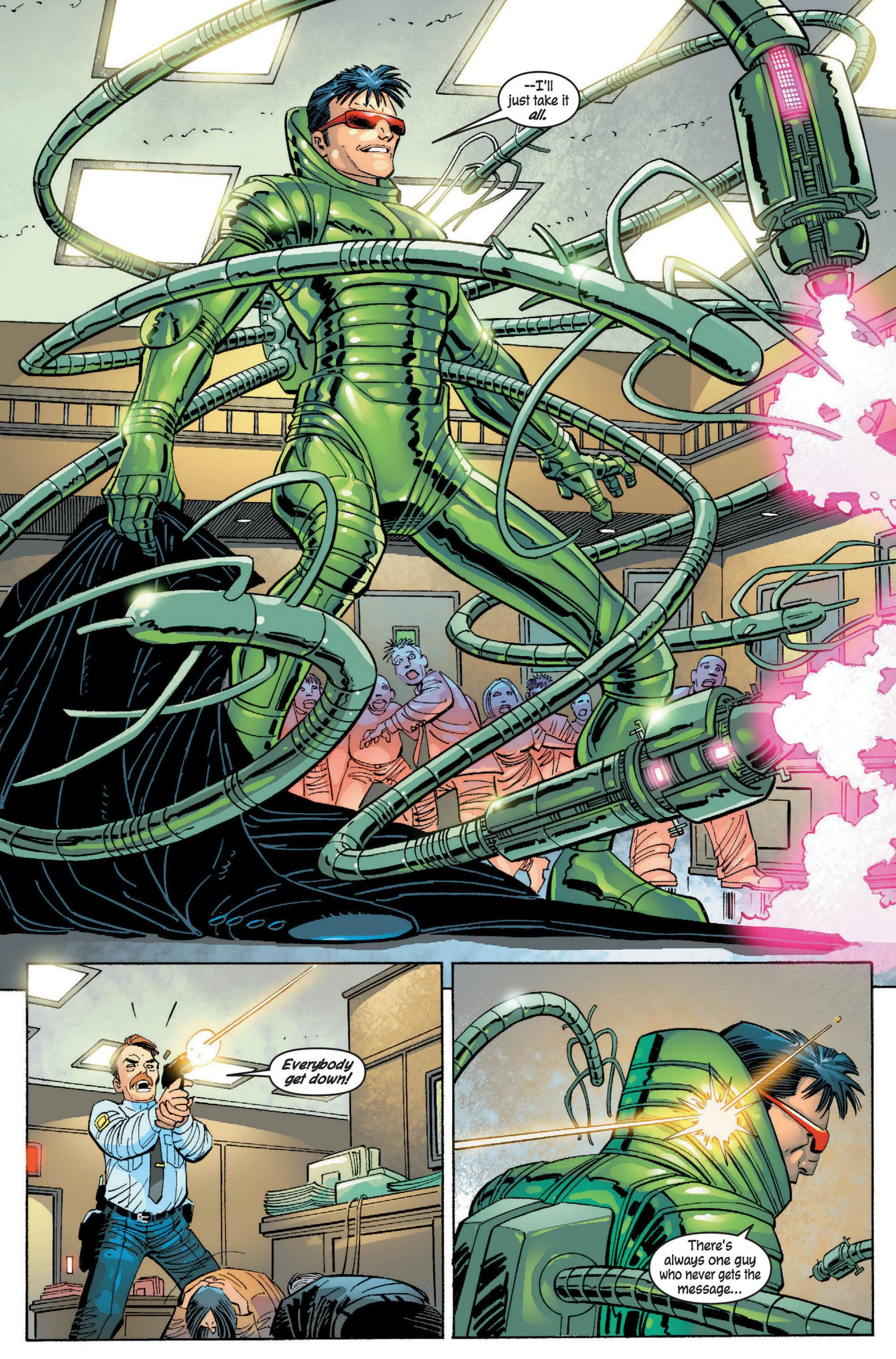

For that, we needed you. Or, more precisely, your equipment.
It was actually far more primitive than they expected. They said it looked as if you'd built that thing in the sixties,
I worked with the tools I had.
Yes, and buried inside they found the secret to their operation. Primitive, but highly intuitive, they never would've figured it out.
So now the arms are stored in here, where you can't contact them.
And you're stored in there in case I need you after the trial run. If not, you'll run out of air in 24 hours and... well, that's that, right?
Would you like to see what your stepchild looks like, Doctor? What you get when you combine your intuitive leap with the latest in cybernetic technologies, servos, waldoes, laser-assisted targeting systems and exo-steel?
Pretty cool, huh? With this setup I can take whatever I want, go wherever I want, and nobody can stop me.
I'm tired of making my living off guys who don't appreciate my abilities. Time to show the whole world what I can do.
Time to build an empire of my own.
"Mary Jane's building quite a career for herself, isn't she, Peter?"

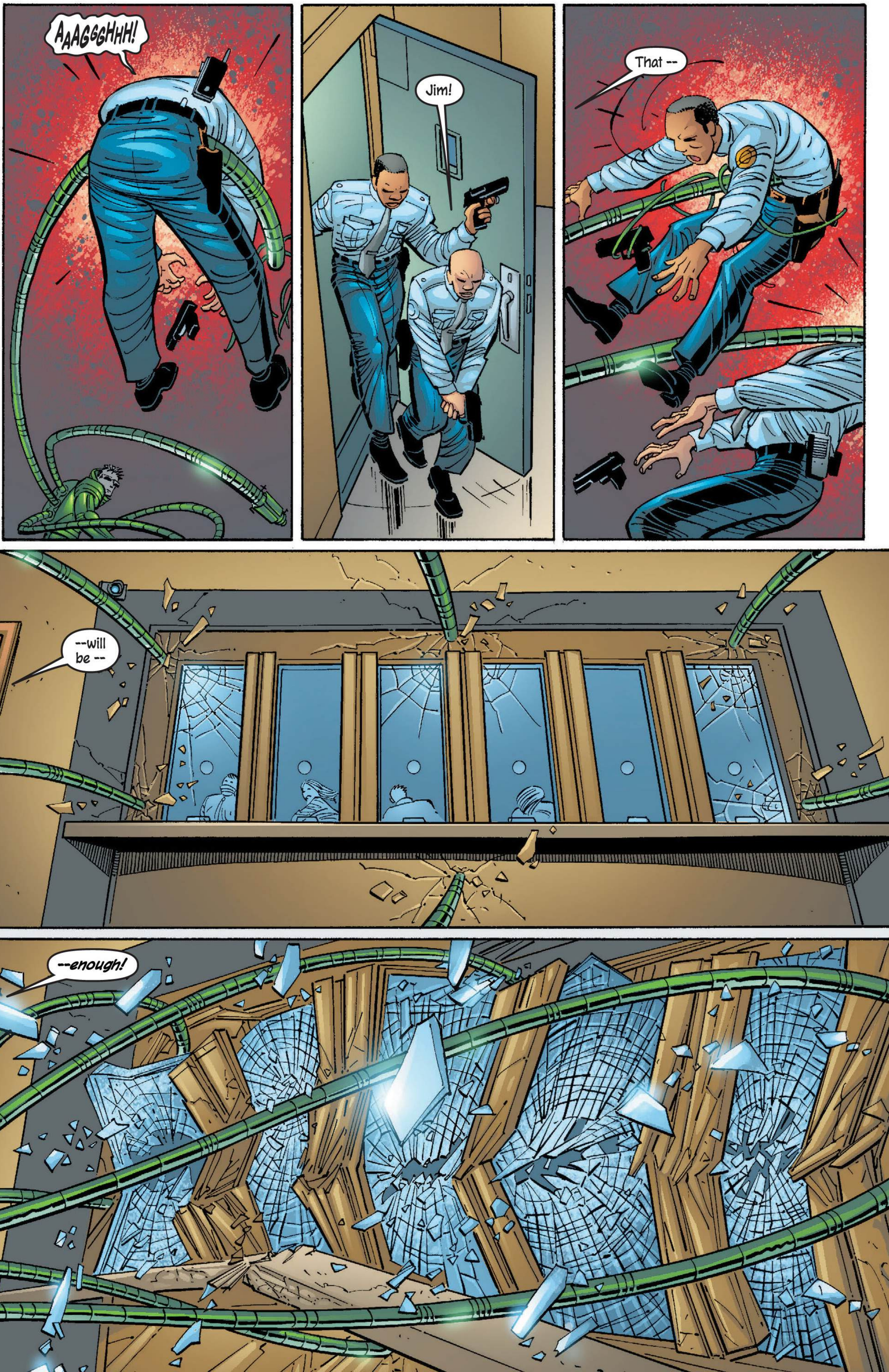

It says here that she starts shooting in a movie this week in Los Angeles. Isn't that wonderful?
Yeah... yeah, she is.
Terrific.
Did you try calling again?
Twice. Can't even get past the front desk. It's... infuriating, Aunt May. I mean, all the things I've done, all the things I can *do*... and I can't talk my way past some studio receptionist three thousand miles away.
I know I could get through to her, make her understand, if I could just see her in person, for five minutes. That was always how it was with us. She'd get mad, or I'd get mad, but as soon as we saw each other, none of it mattered anymore.
So why don't you go to her? She's in California, she's not in another country.
Though there *are* times it's hard to tell the difference...
I can't, May. I promised you we'd do something fun during the break, and I can't just up and leave you.
You know, I've never actually *seen* anyone make a movie before.
"Will that be one business-class ticket to Los Angeles or two, Mr. Parker?"

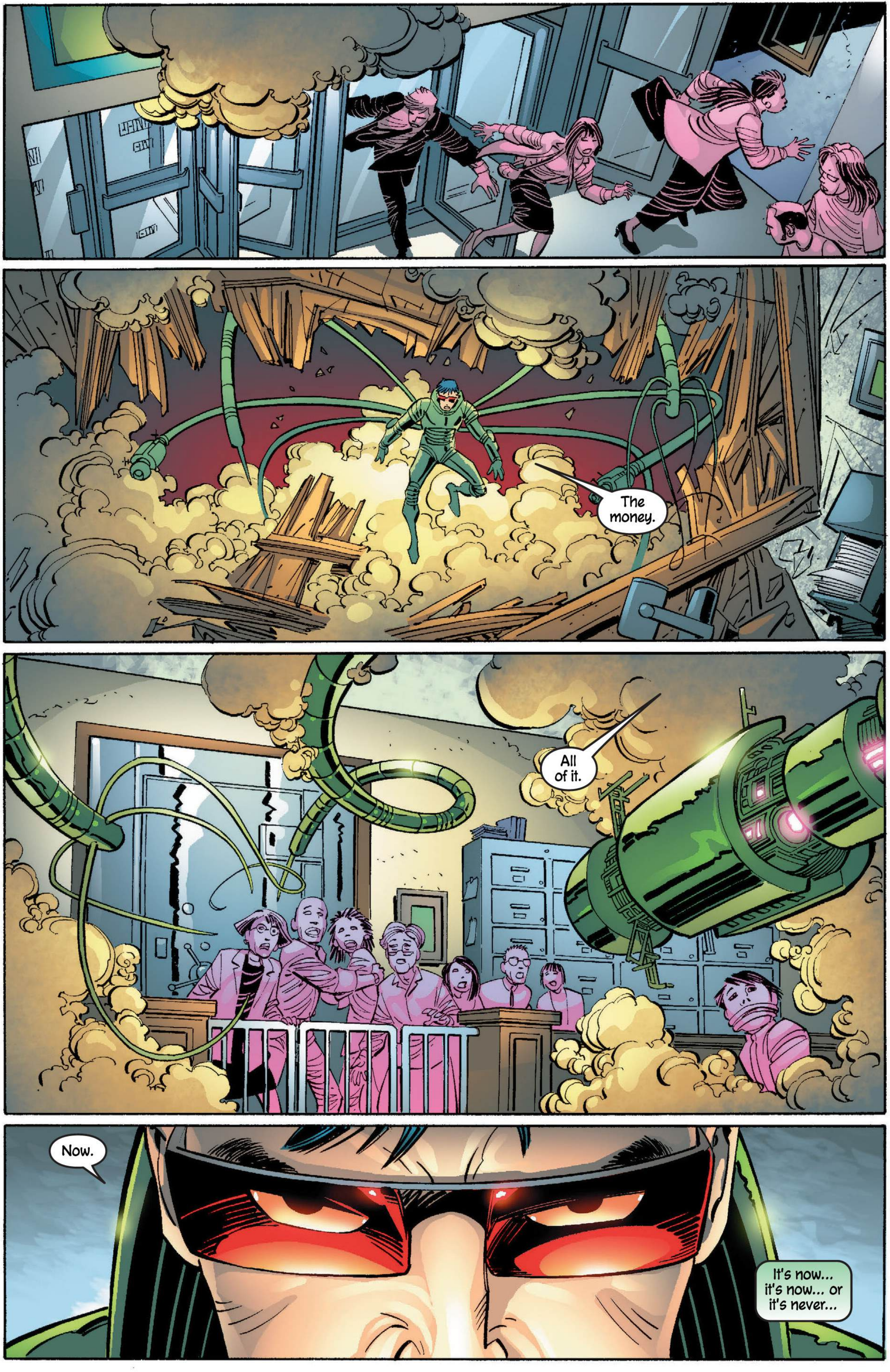

"Two, thanks."
You're *sure* you're up to this, Aunt May?
Peter, since you were knee high I've dedicated myself to making sure you were happy. Are you going to be happy without at least talking to Mary Jane?
No.
Then there we are.
I know, I just --
--I just worry, that's all.
Can you step over here, sir?
Is there a problem?
Just spread your arms, sir.
I can open that for you --
Please don't move, sir.
Long-johns.
I get chills.
Ever since he was a little boy.

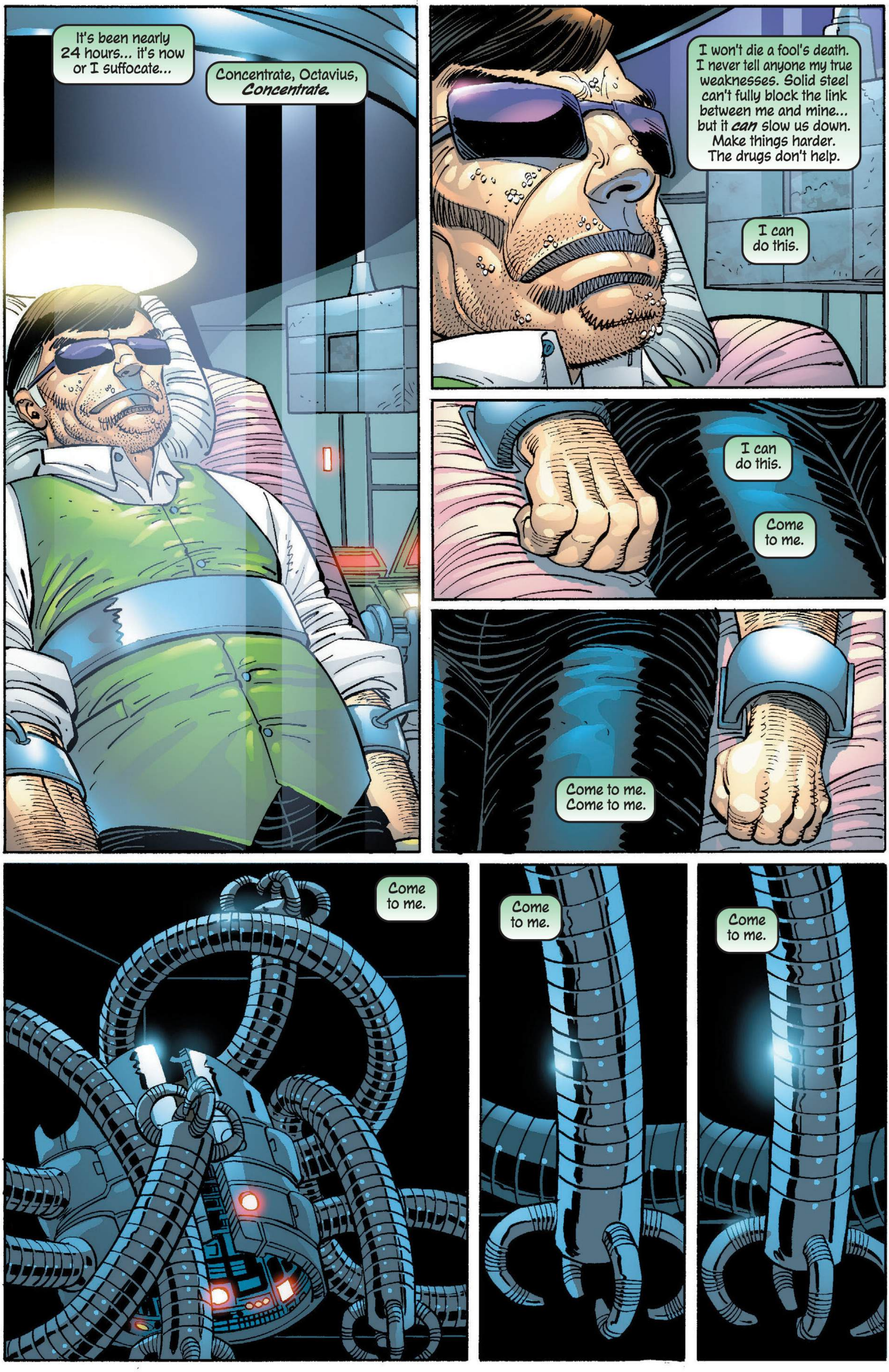

Hang on, I can explain --
ATES 40-49
Those are mine.
NEVER FORGET
They're for geriatric gynecological work... they go around the ankles and into the stirrups so they can get a better look at my --
That'sokaythat'sokay that'sokay...
You can go, ma'am.
Aunt May --
But as for *you*...
What were you *thinking,* sir?

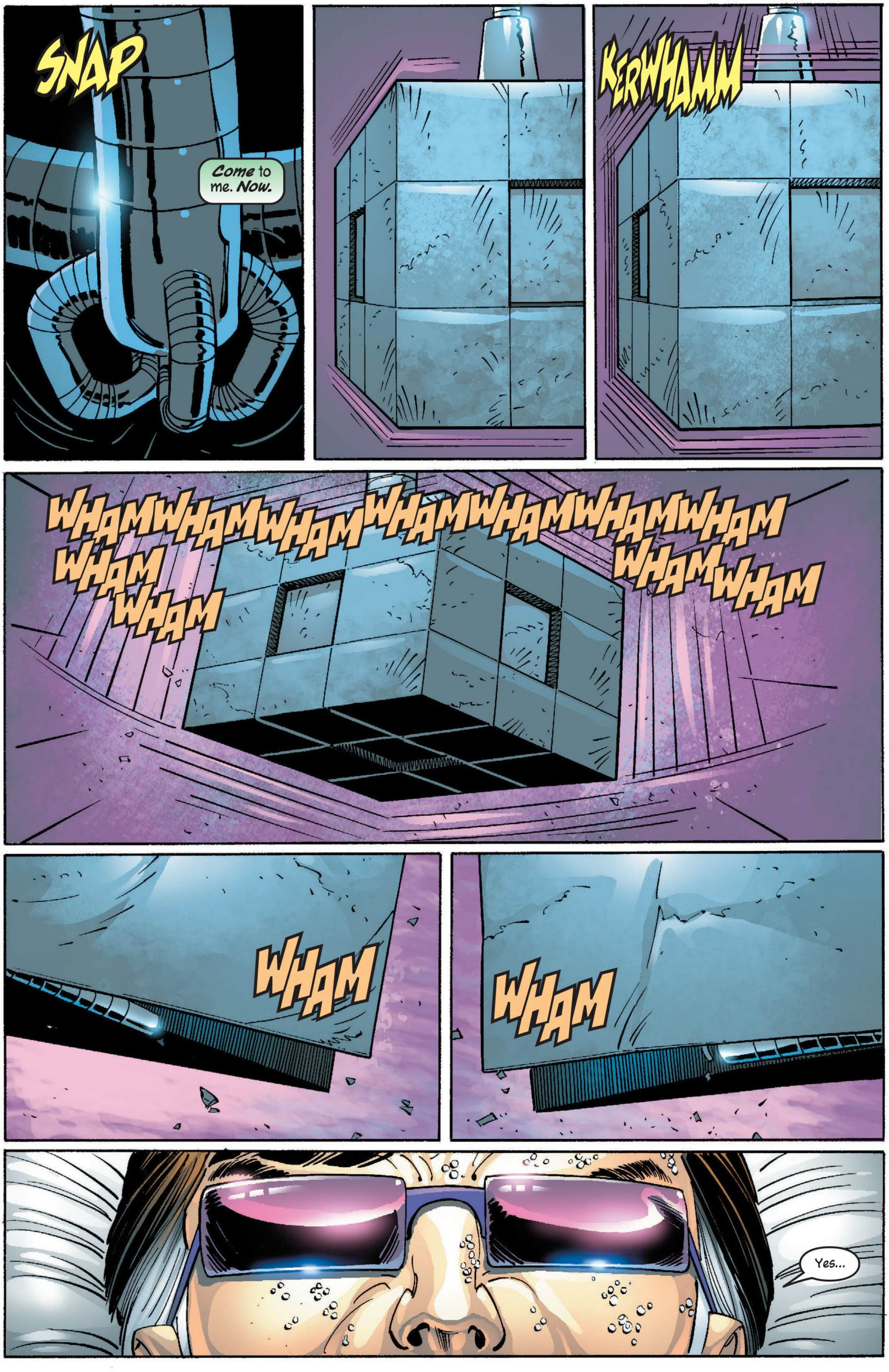

"After all, these days, anyone and anything can be a weapon."
I love LA... ba-ba-bum... I love LA...
Yes, can I help you?
I'd like to make a withdrawal.
Can you give me your account number?
TODD
I'd love to --
--but I'm in kind of a hurry --
--so with your understanding --

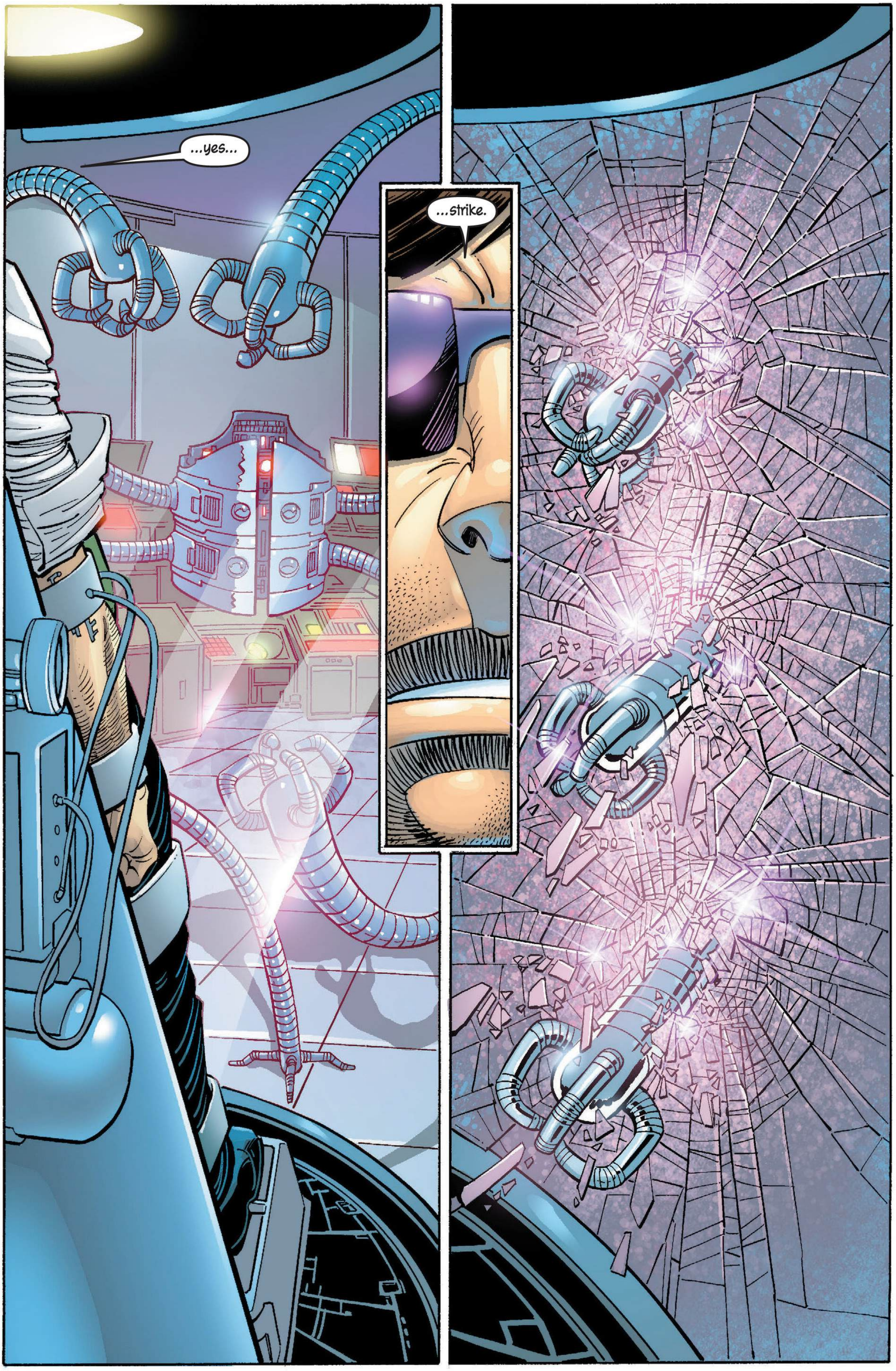

--I'll just take it *all.*
Everybody get down!
There's always one guy who never gets the message...

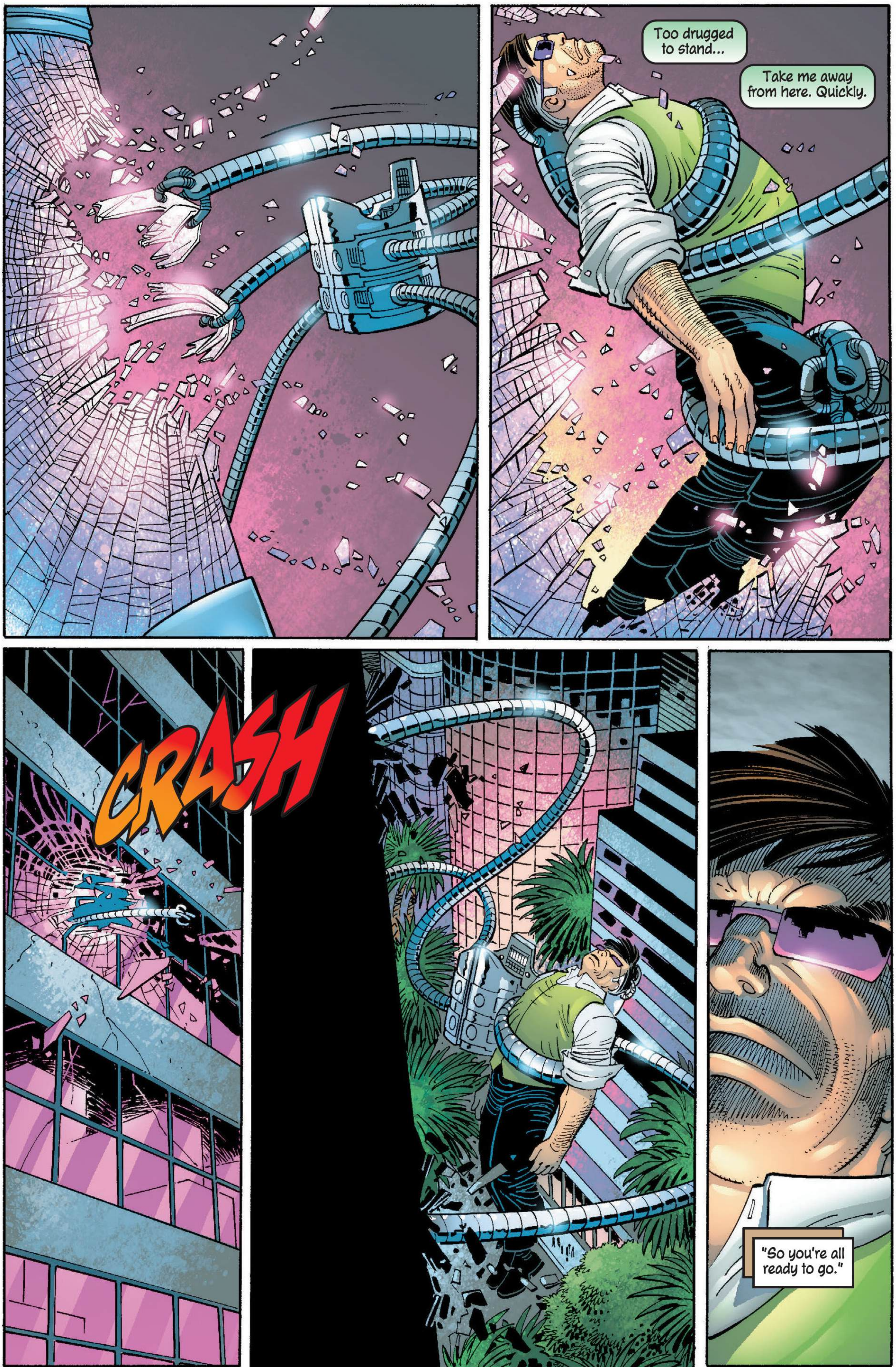

AAAGGGHHH!
Jim!
That --
--will be --
--enough!

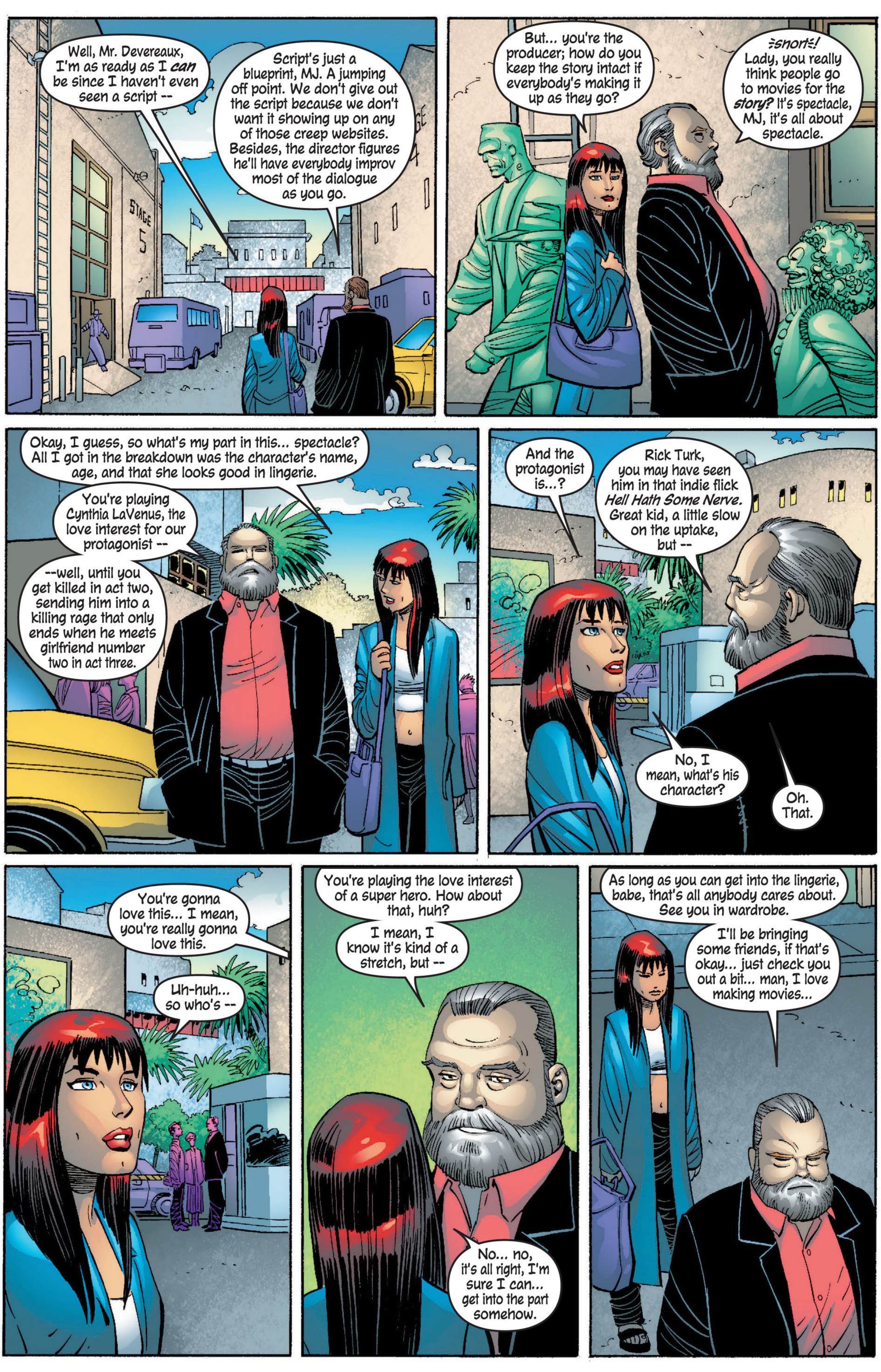

The money.
All of it.
Now.
It's now... it's now... or it's never...

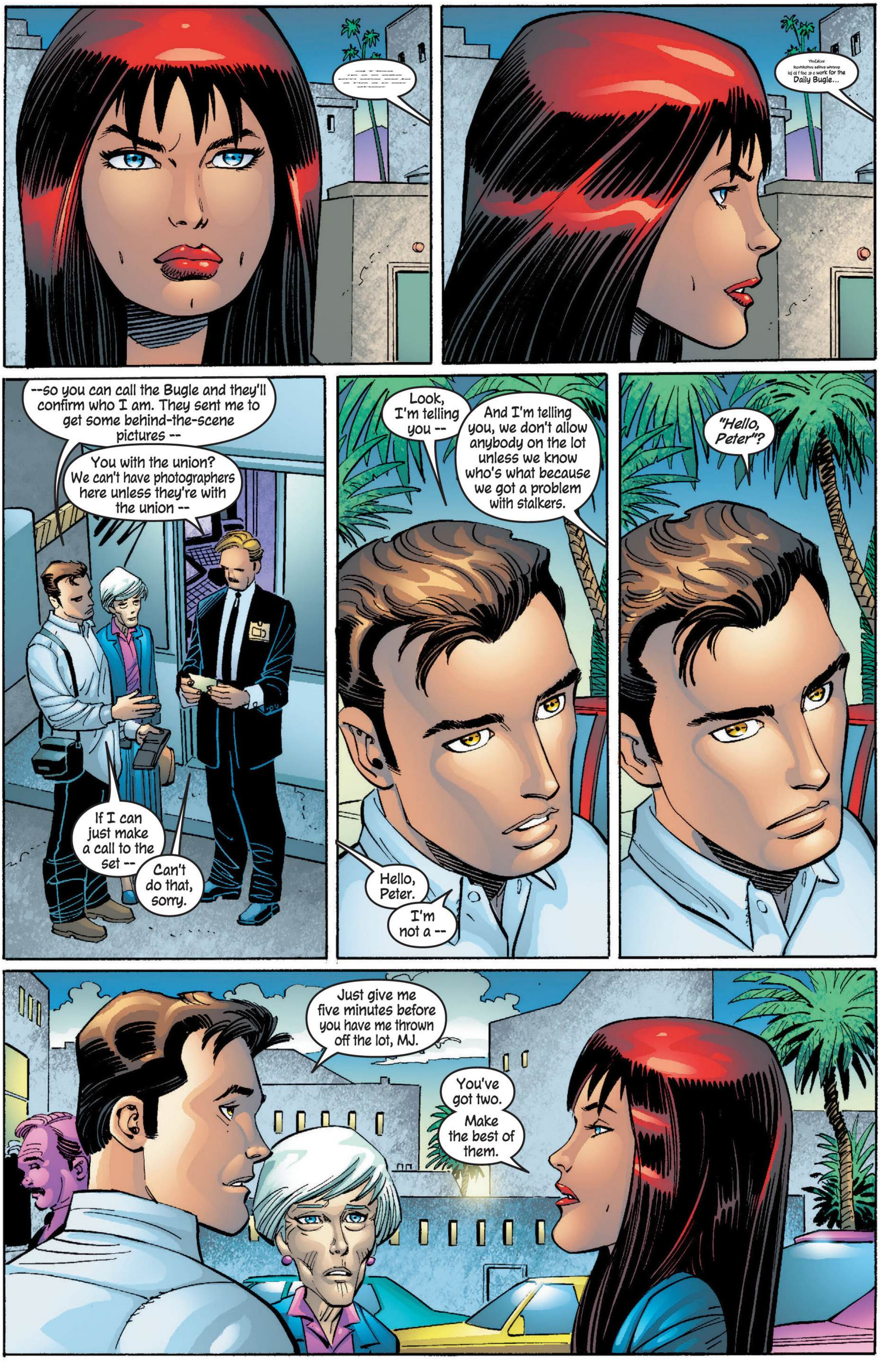

It's been nearly 24 hours... it's now or I suffocate...
Concentrate, Octavius, ***Concentrate.***
I won't die a fool's death. I never tell anyone my true weaknesses. Solid steel can't fully block the link between me and mine... but it ***can*** slow us down. Make things harder. The drugs don't help.
I can do this.
I can do this.
Come to me.
Come to me. Come to me.
Come to me.
Come to me.
Come to me.

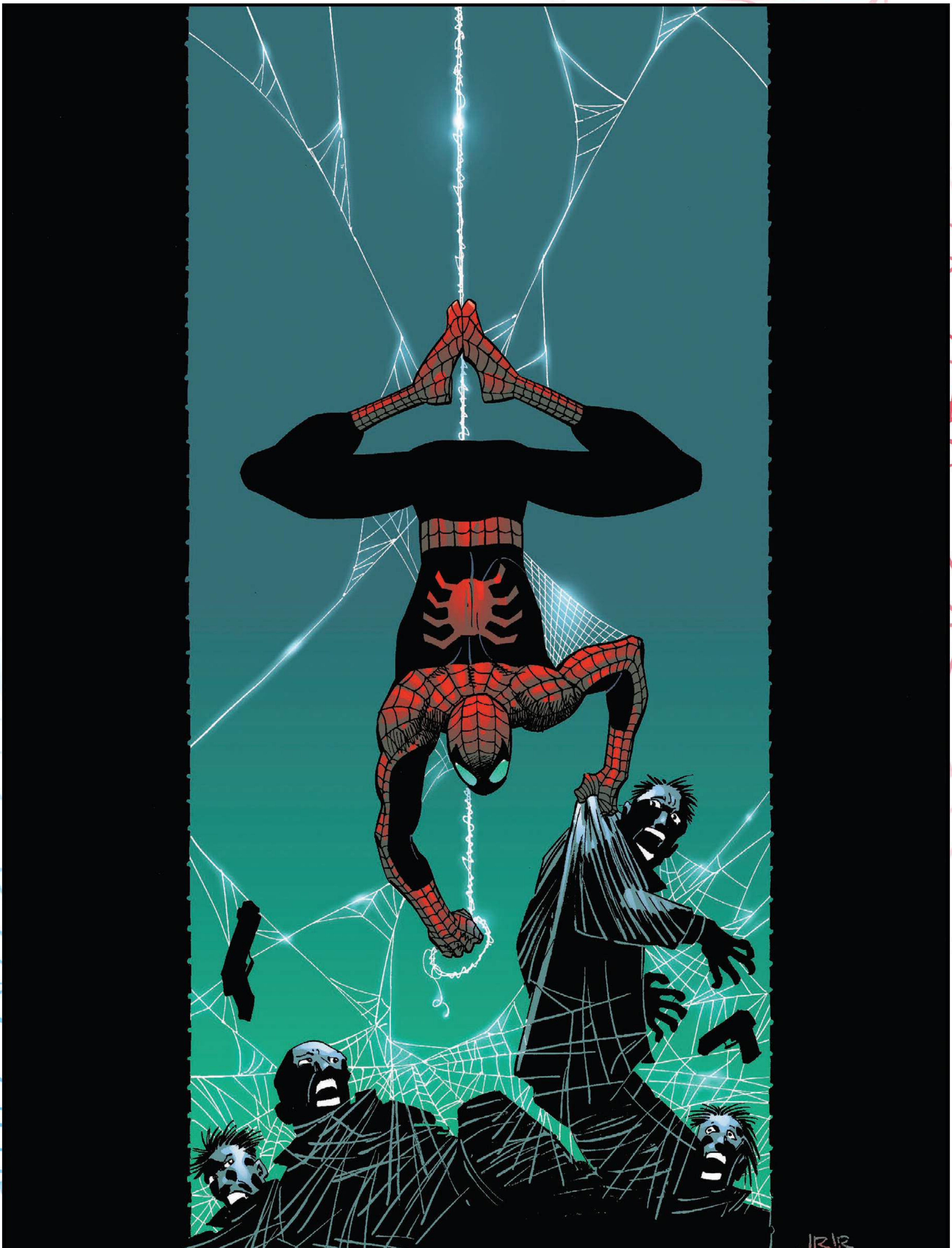

SNAP
Come to me. ***Now.***
KERWHAMM
WHAMWHAMWHAMWHAMWHAMWHAMWHAM
WHAM
WHAM
WHAMWHAM
WHAM
WHAM
Yes...


...yes...
...strike.

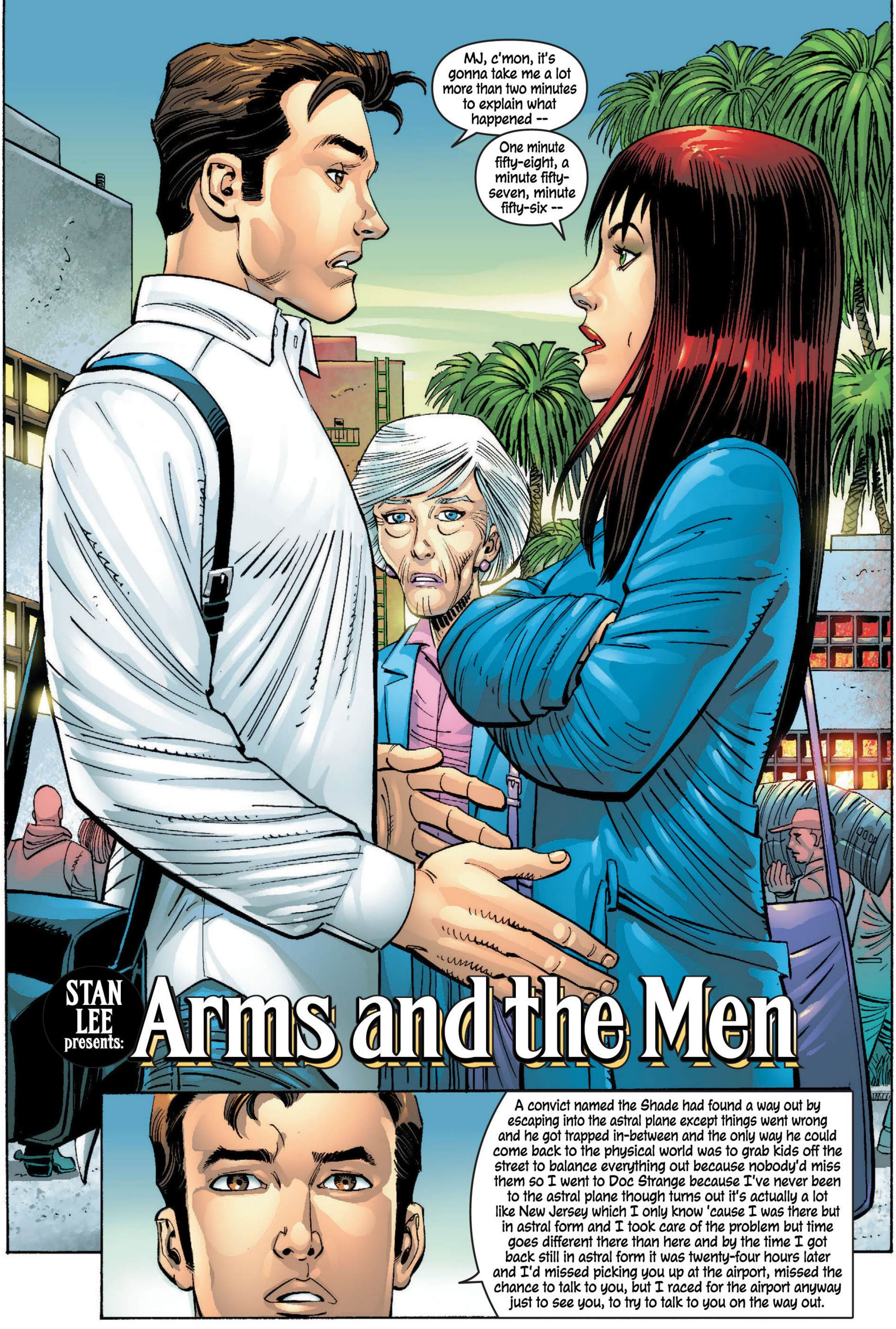

Too drugged to stand...
Take me away from here. Quickly.
CRASH
"So you're all ready to go."

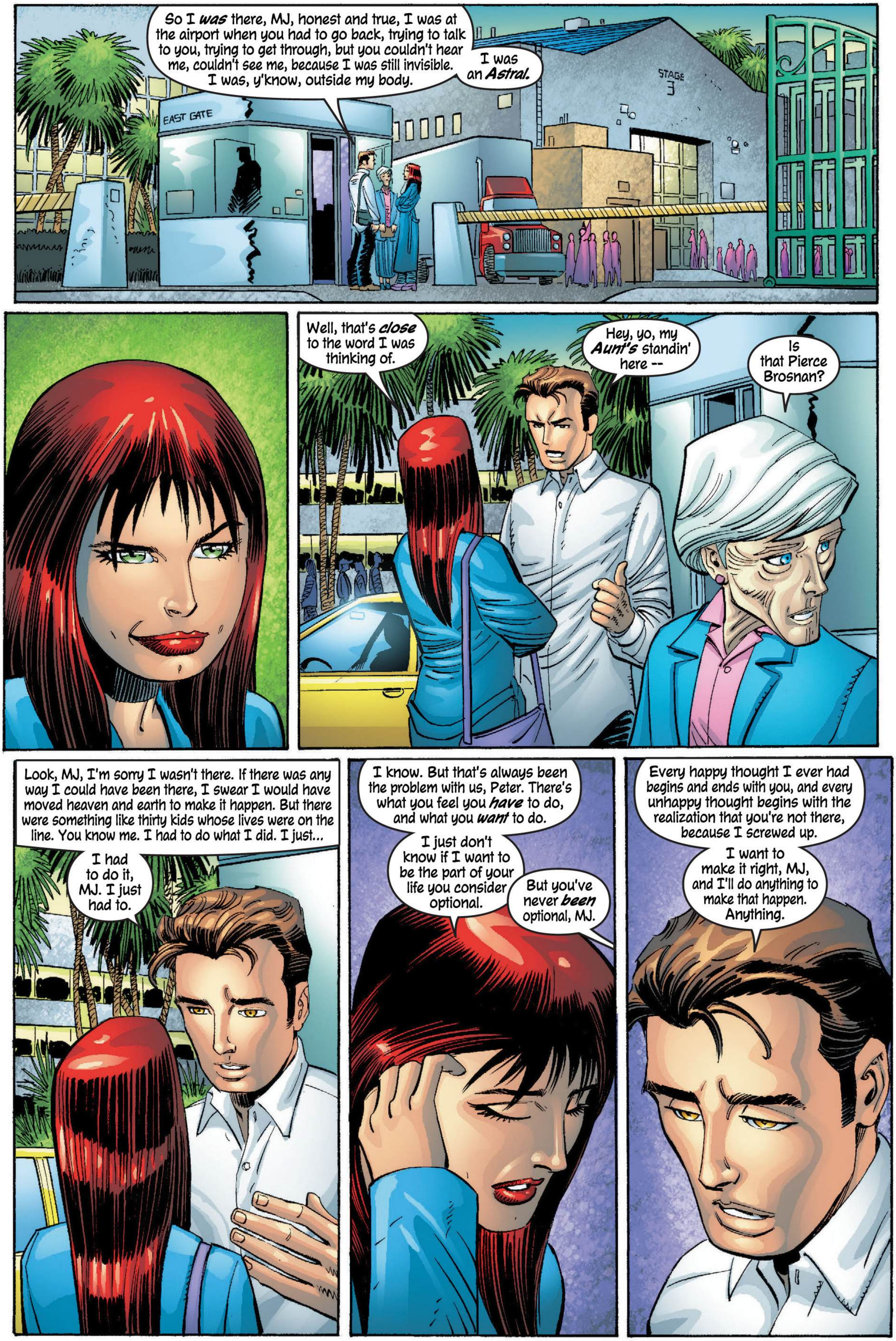

Well, Mr. Devereaux, I'm as ready as I *can* be since I haven't even seen a script --
Script's just a blueprint, MJ. A jumping off point. We don't give out the script because we don't want it showing up on any of those creep websites. Besides, the director figures he'll have everybody improv most of the dialogue as you go.
STAGE 5
STAGE 4
But... you're the producer; how do you keep the story intact if everybody's making it up as they go?
snort! Lady, you really think people go to movies for the *story?* It's spectacle, MJ, it's all about spectacle.
Okay, I guess, so what's my part in this... spectacle? All I got in the breakdown was the character's name, age, and that she looks good in lingerie.
You're playing Cynthia LaVenus, the love interest for our protagonist --
--well, until you get killed in act two, sending him into a killing rage that only ends when he meets girlfriend number two in act three.
And the protagonist is...?
Rick Turk, you may have seen him in that indie flick *Hell Hath Some Nerve.* Great kid, a little slow on the uptake, but --
No, I mean, what's his character?
Oh. That.
You're gonna love this... I mean, you're really gonna love this.
Uh-huh... so who's --
You're playing the love interest of a super hero. How about that, huh?
I mean, I know it's kind of a stretch, but --
No... no, it's all right, I'm sure I can... get into the part somehow.
As long as you can get into the lingerie, babe, that's all anybody cares about. See you in wardrobe.
I'll be bringing some friends, if that's okay... just check you out a bit... man, I love making movies...

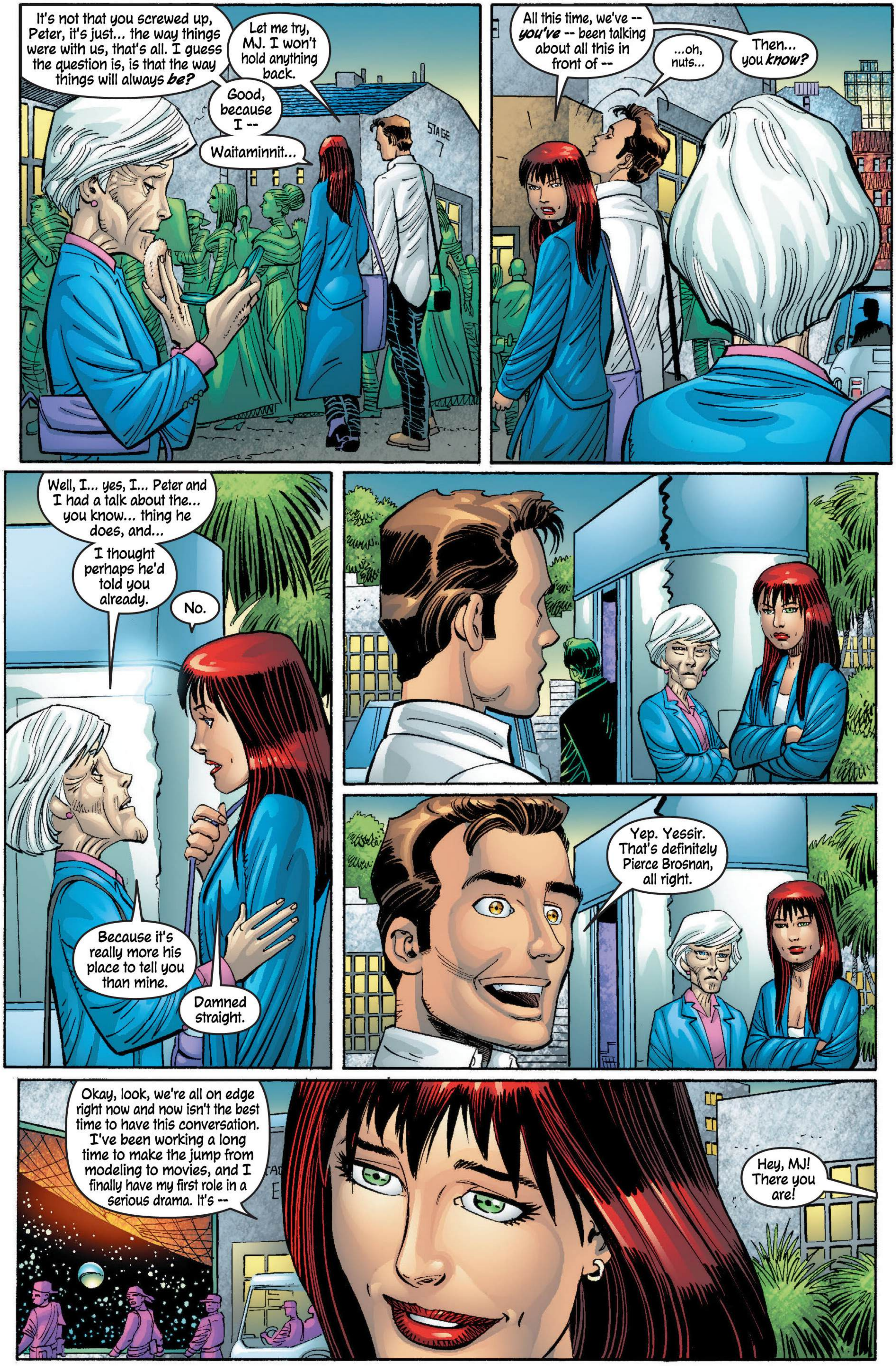

work for the Daily Bugle...
--so you can call the Bugle and they'll confirm who I am. They sent me to get some behind-the-scene pictures --
You with the union? We can't have photographers here unless they're with the union --
If I can just make a call to the set --
Can't do that, sorry.
Look, I'm telling you --
And I'm telling you, we don't allow anybody on the lot unless we know who's what because we got a problem with stalkers.
Hello, Peter.
I'm not a --
"Hello, Peter"?
Just give me five minutes before you have me thrown off the lot, MJ.
You've got two.
Make the best of them.

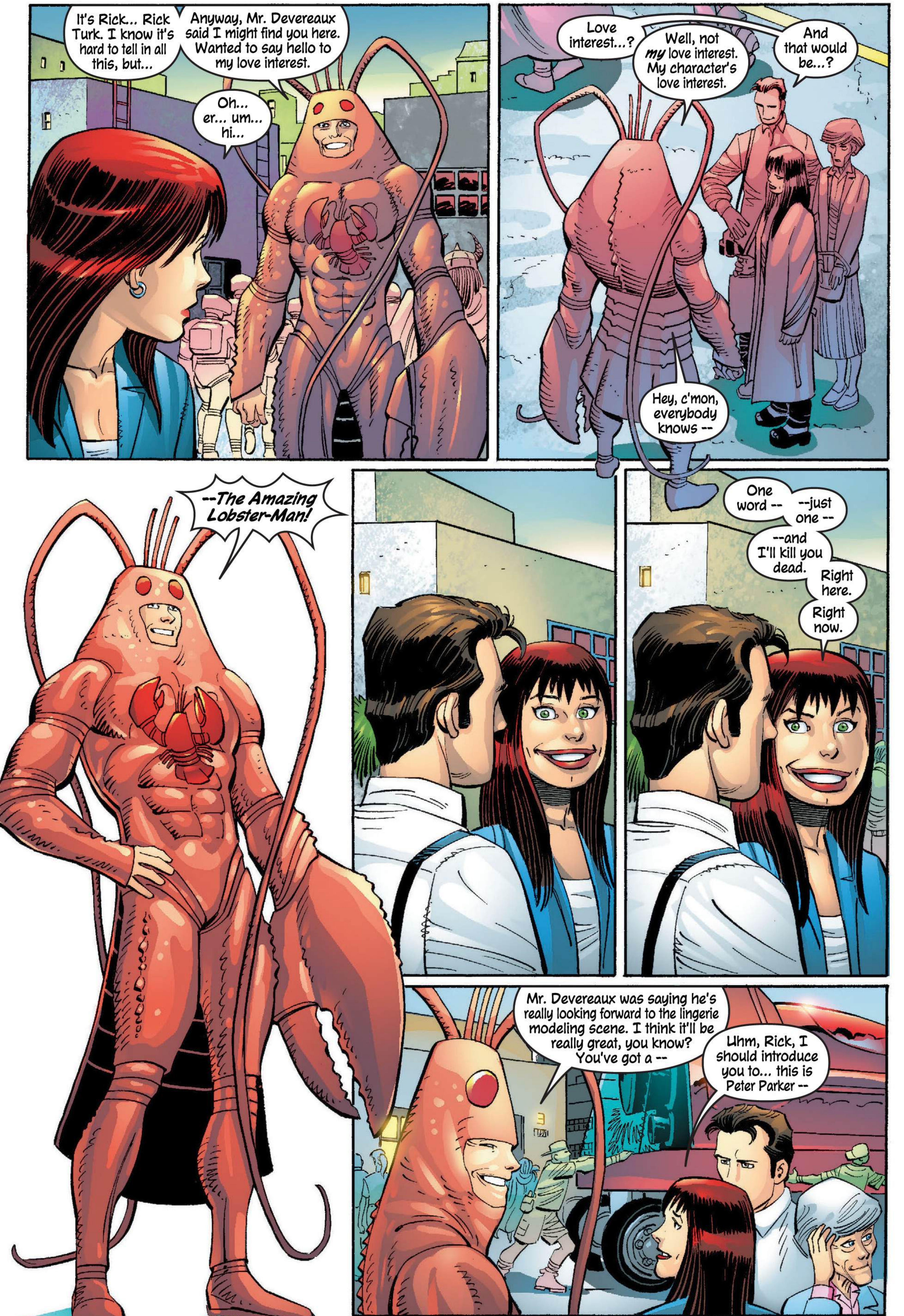


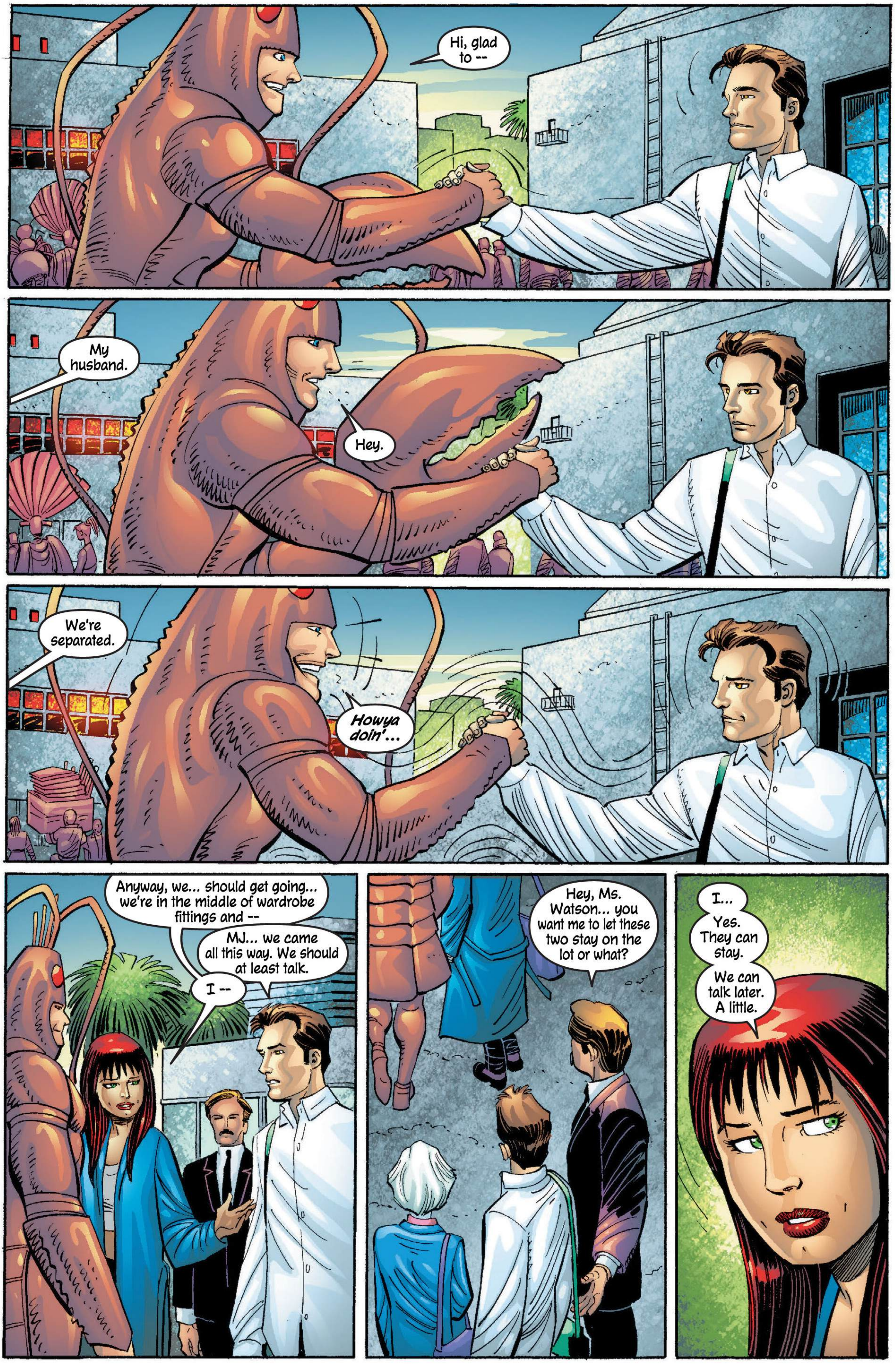
AMAZING SPIDER-MAN #44

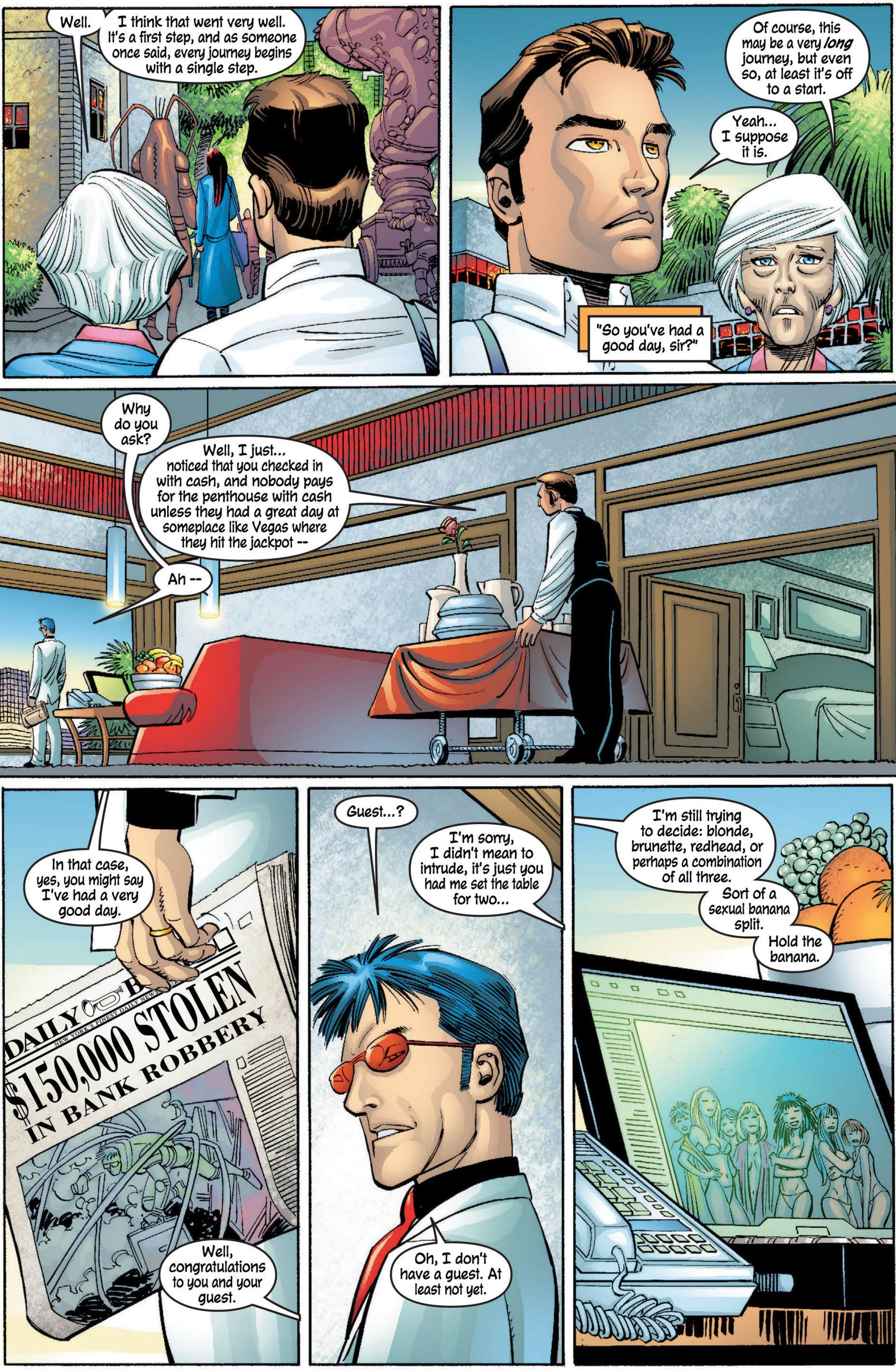

MJ, c'mon, it's gonna take me a lot more than two minutes to explain what happened --
One minute fifty-eight, a minute fifty-seven, minute fifty-six --
STAN LEE presents:
Arms and the Men
A convict named the Shade had found a way out by escaping into the astral plane except things went wrong and he got trapped in-between and the only way he could come back to the physical world was to grab kids off the street to balance everything out because nobody'd miss them so I went to Doc Strange because I've never been to the astral plane though turns out it's actually a lot like New Jersey which I only know 'cause I was there but in astral form and I took care of the problem but time goes different there than here and by the time I got back still in astral form it was twenty-four hours later and I'd missed picking you up at the airport, missed the chance to talk to you, but I raced for the airport anyway just to see you, to try to talk to you on the way out.

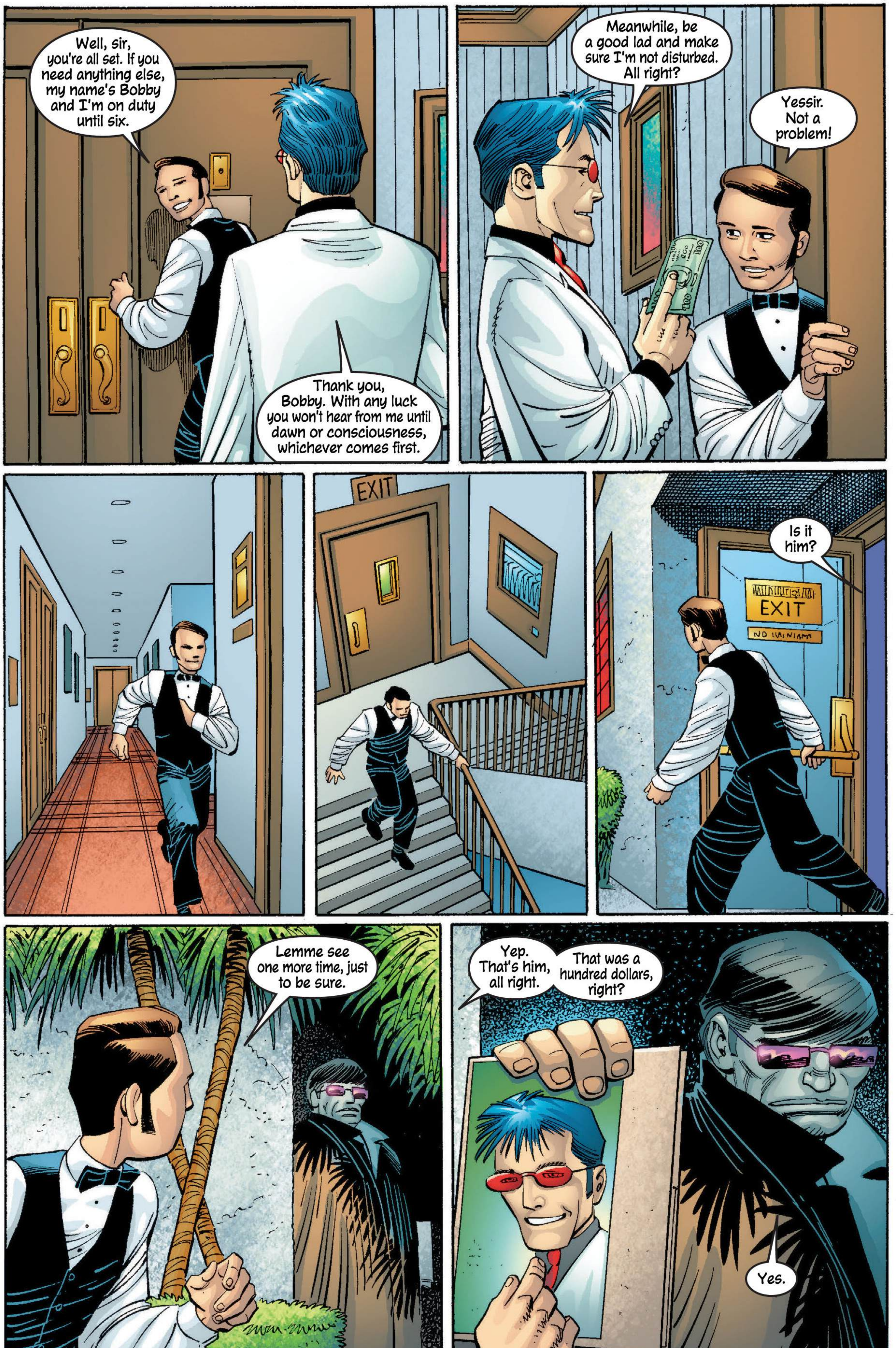

So I *was* there, MJ, honest and true, I was at the airport when you had to go back, trying to talk to you, trying to get through, but you couldn't hear me, couldn't see me, because I was still invisible. I was, y'know, outside my body.
I was an ***Astral.***
EAST GATE
STAGE 3
Well, that's ***close*** to the word I was thinking of.
Hey, yo, my ***Aunt's*** standin' here --
Is that Pierce Brosnan?
Look, MJ, I'm sorry I wasn't there. If there was any way I could have been there, I swear I would have moved heaven and earth to make it happen. But there were something like thirty kids whose lives were on the line. You know me. I had to do what I did. I just...
I had to do it, MJ. I just had to.
I know. But that's always been the problem with us, Peter. There's what you feel you ***have*** to do, and what you ***want*** to do.
I just don't know if I want to be the part of your life you consider optional.
But you've never ***been*** optional, MJ.
Every happy thought I ever had begins and ends with you, and every unhappy thought begins with the realization that you're not there, because I screwed up.
I want to make it right, MJ, and I'll do anything to make that happen. Anything.

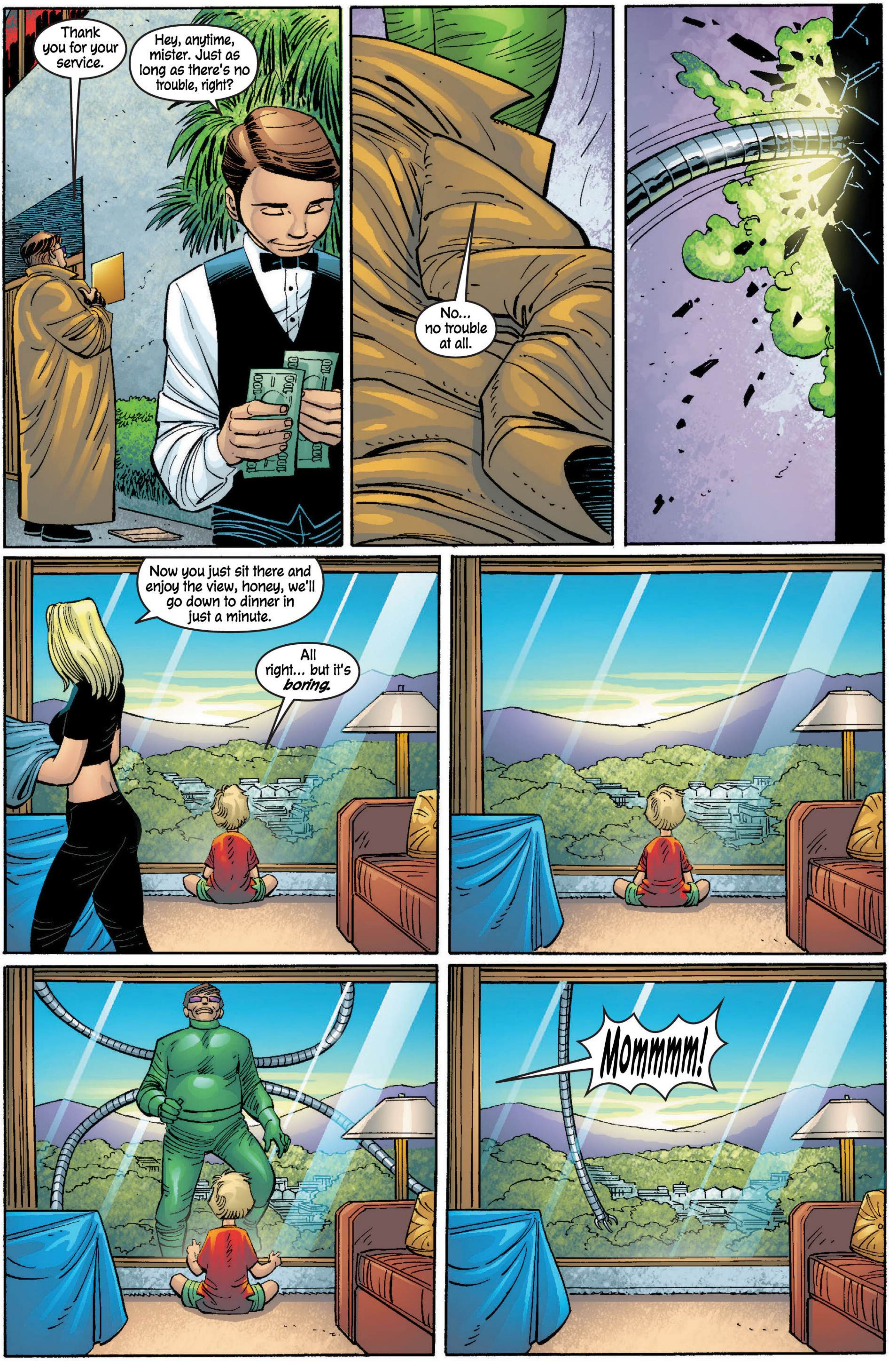

It's not that you screwed up, Peter, it's just... the way things were with us, that's all. I guess the question is, is that the way things will always *be?*
Let me try, MJ. I won't hold anything back.
Good, because I --
Waitaminnit...
STAGE 7
All this time, we've -- *you've* -- been talking about all this in front of --
...oh, nuts...
Then... you *know?*
Well, I... yes, I... Peter and I had a talk about the... you know... thing he does, and...
I thought perhaps he'd told you already.
No.
Because it's really more his place to tell you than mine.
Damned straight.
Yep. Yessir. That's definitely Pierce Brosnan, all right.
Okay, look, we're all on edge right now and now isn't the best time to have this conversation. I've been working a long time to make the jump from modeling to movies, and I finally have my first role in a serious drama. It's --
Hey, MJ! There you are!

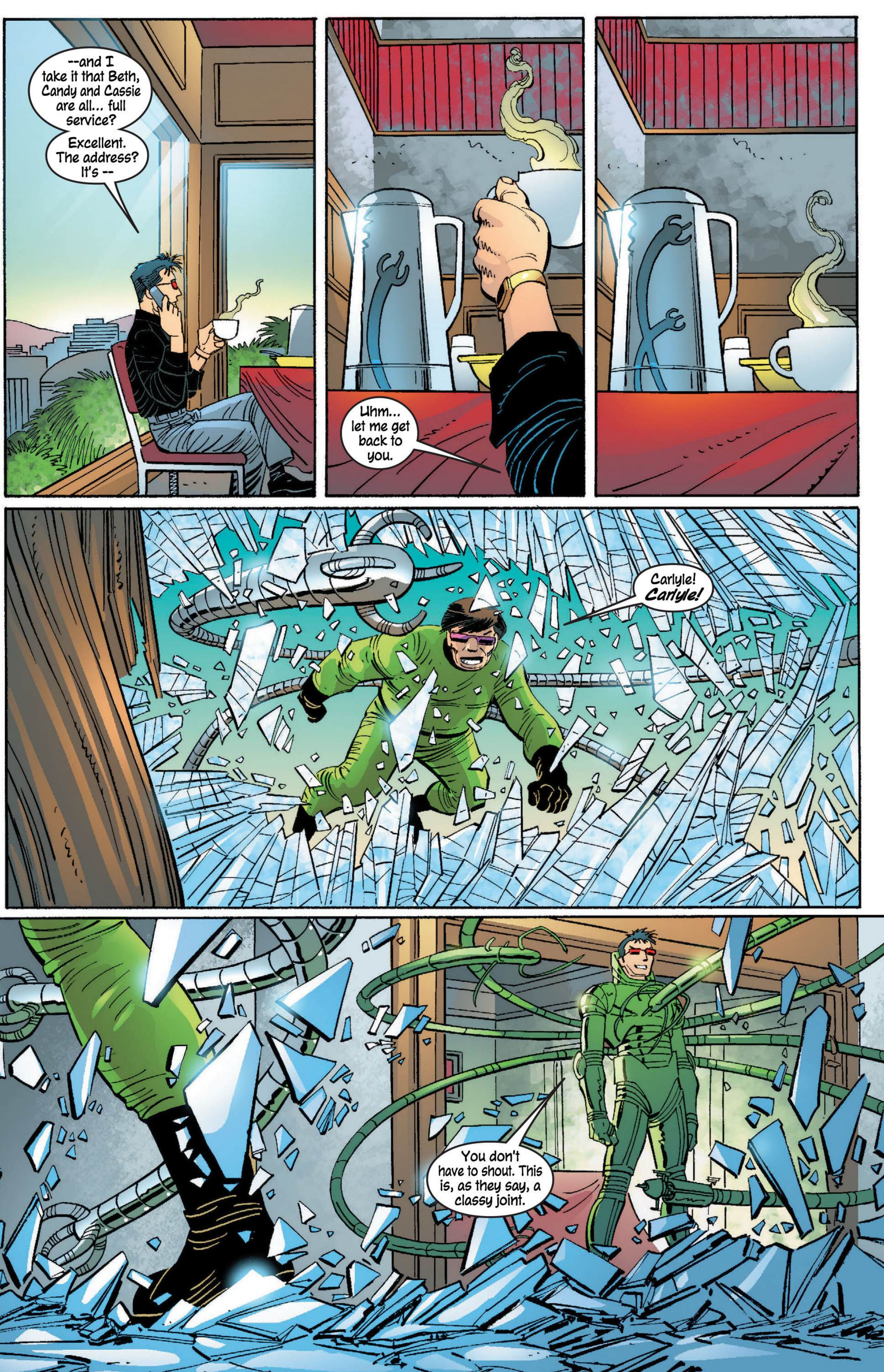

It's Rick... Rick Turk. I know it's hard to tell in all this, but...
Anyway, Mr. Devereaux said I might find you here. Wanted to say hello to my love interest.
Oh... er... um... hi...
Love interest...?
Well, not *my* love interest. My character's love interest.
And that would be...?
Hey, c'mon, everybody knows --
--The Amazing Lobster-Man!
One word --
--just one --
--and I'll kill you dead.
Right here.
Right now.
Mr. Devereaux was saying he's really looking forward to the lingerie modeling scene. I think it'll be really great, you know? You've got a --
Uhm, Rick, I should introduce you to... this is Peter Parker --

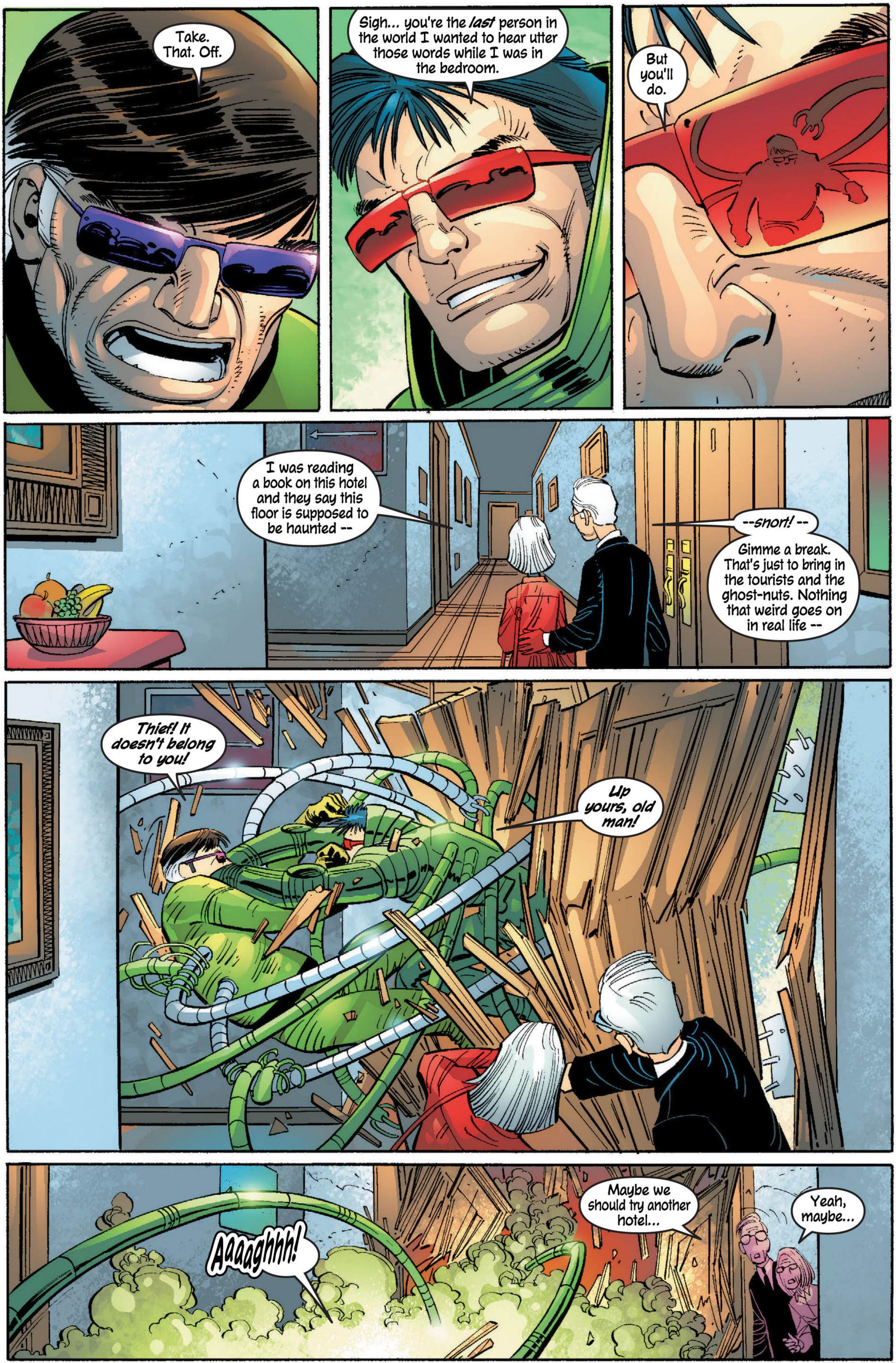

Hi, glad to --
My husband.
Hey.
We're separated.
Howya doin'...
Anyway, we... should get going... we're in the middle of wardrobe fittings and --
MJ... we came all this way. We should at least talk.
I --
Hey, Ms. Watson... you want me to let these two stay on the lot or what?
I...
Yes. They can stay.
We can talk later. A little.

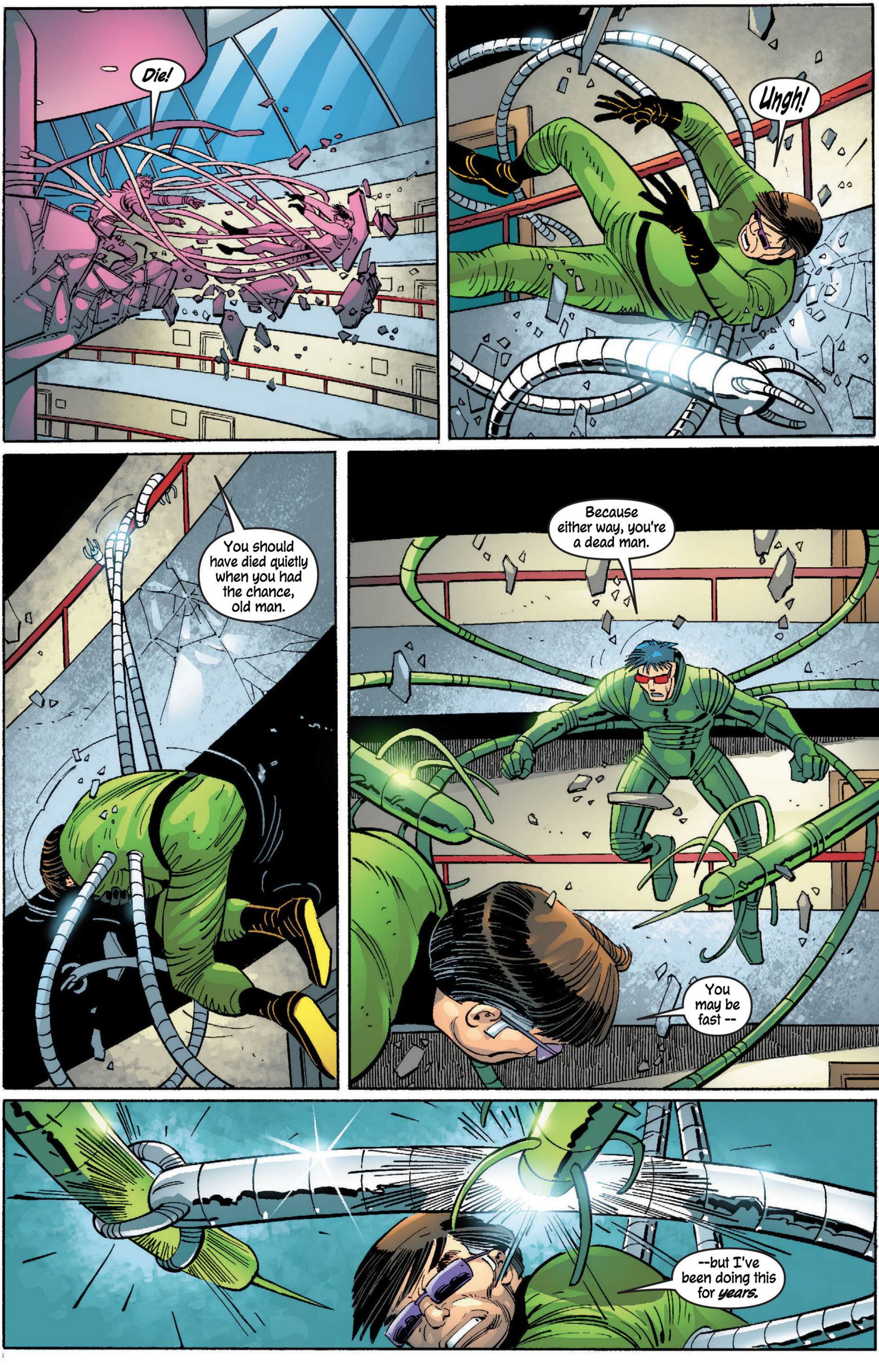

Well.
I think that went very well. It's a first step, and as someone once said, every journey begins with a single step.
Of course, this may be a very *long* journey, but even so, at least it's off to a start.
Yeah... I suppose it is.
"So you've had a good day, sir?"
Why do you ask?
Well, I just... noticed that you checked in with cash, and nobody pays for the penthouse with cash unless they had a great day at someplace like Vegas where they hit the jackpot --
Ah --
In that case, yes, you might say I've had a very good day.
DAILY B
NEW YORK'S FINEST DAILY NEWS
$150,000 STOLEN IN BANK ROBBERY
Well, congratulations to you and your guest.
Guest...?
I'm sorry, I didn't mean to intrude, it's just you had me set the table for two...
Oh, I don't have a guest. At least not yet.
I'm still trying to decide: blonde, brunette, redhead, or perhaps a combination of all three.
Sort of a sexual banana split.
Hold the banana.

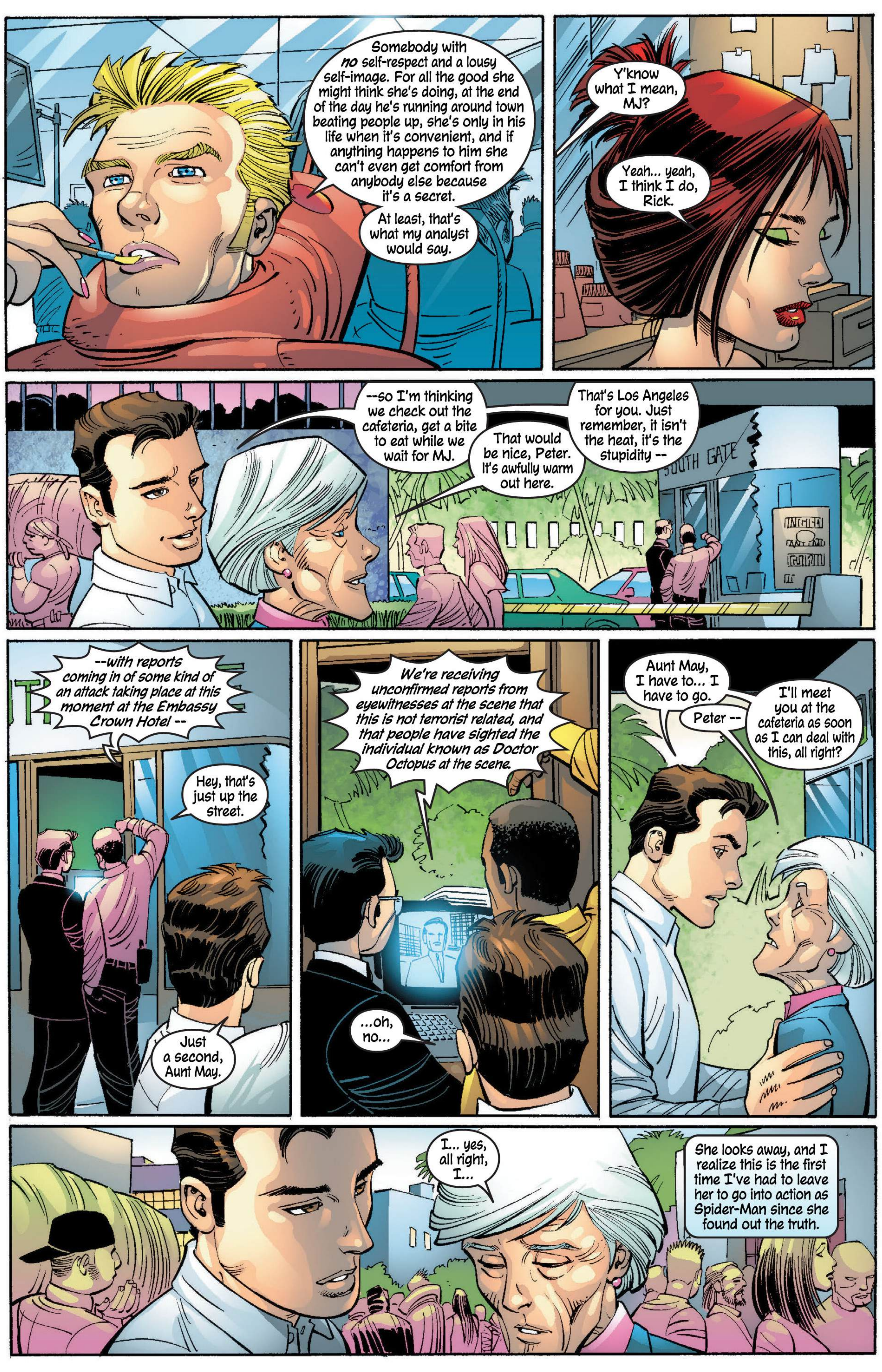

Well, sir, you're all set. If you need anything else, my name's Bobby and I'm on duty until six.
Thank you, Bobby. With any luck you won't hear from me until dawn or consciousness, whichever comes first.
Meanwhile, be a good lad and make sure I'm not disturbed. All right?
Yessir. Not a problem!
EXIT
Is it him?
EXIT
Lemme see one more time, just to be sure.
Yep. That's him, all right.
That was a hundred dollars, right?
Yes.

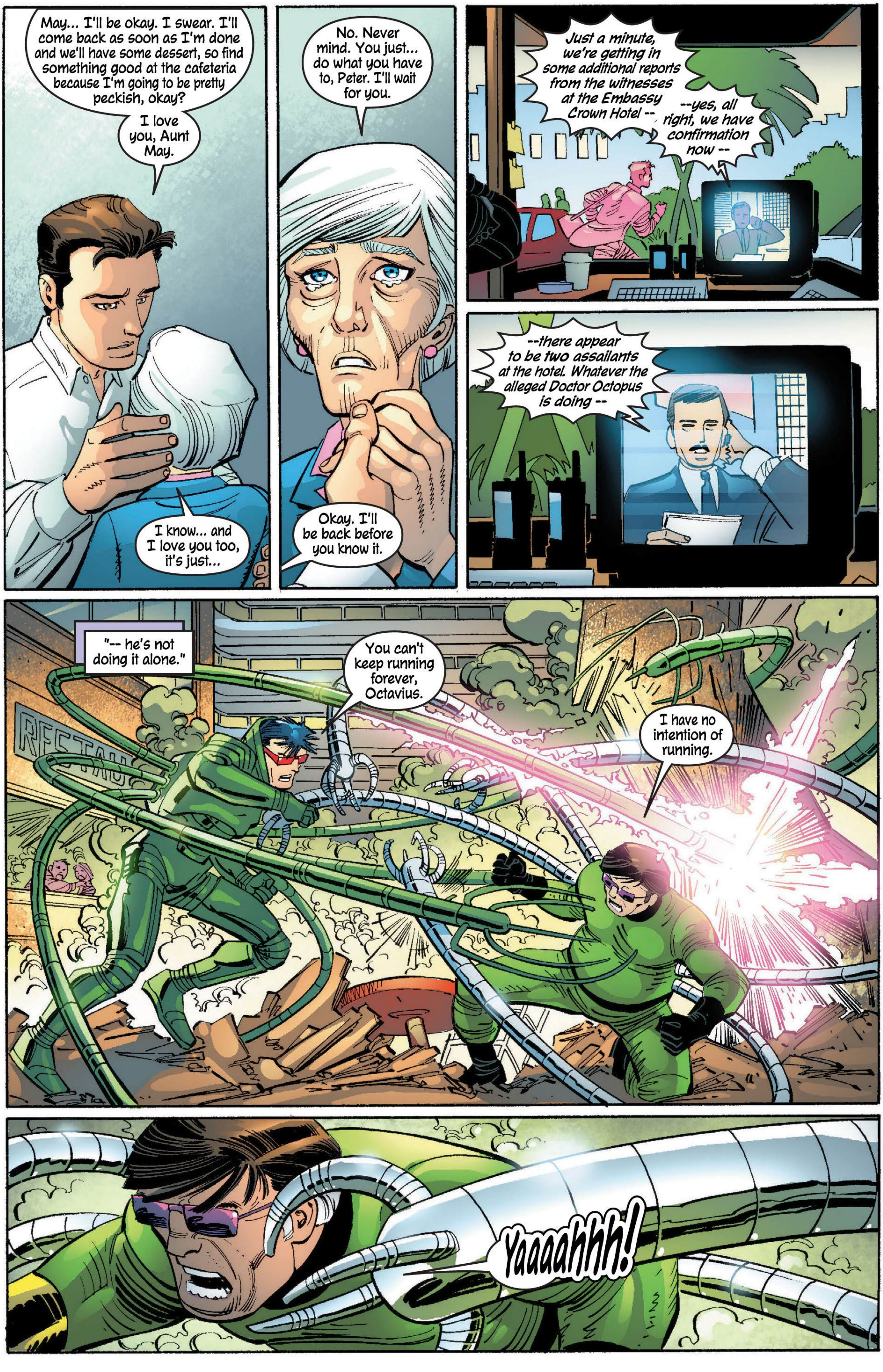

Thank you for your service.
Hey, anytime, mister. Just as long as there's no trouble, right?
No... no trouble at all.
Now you just sit there and enjoy the view, honey, we'll go down to dinner in just a minute.
All right... but it's *boring.*
Mommmm!

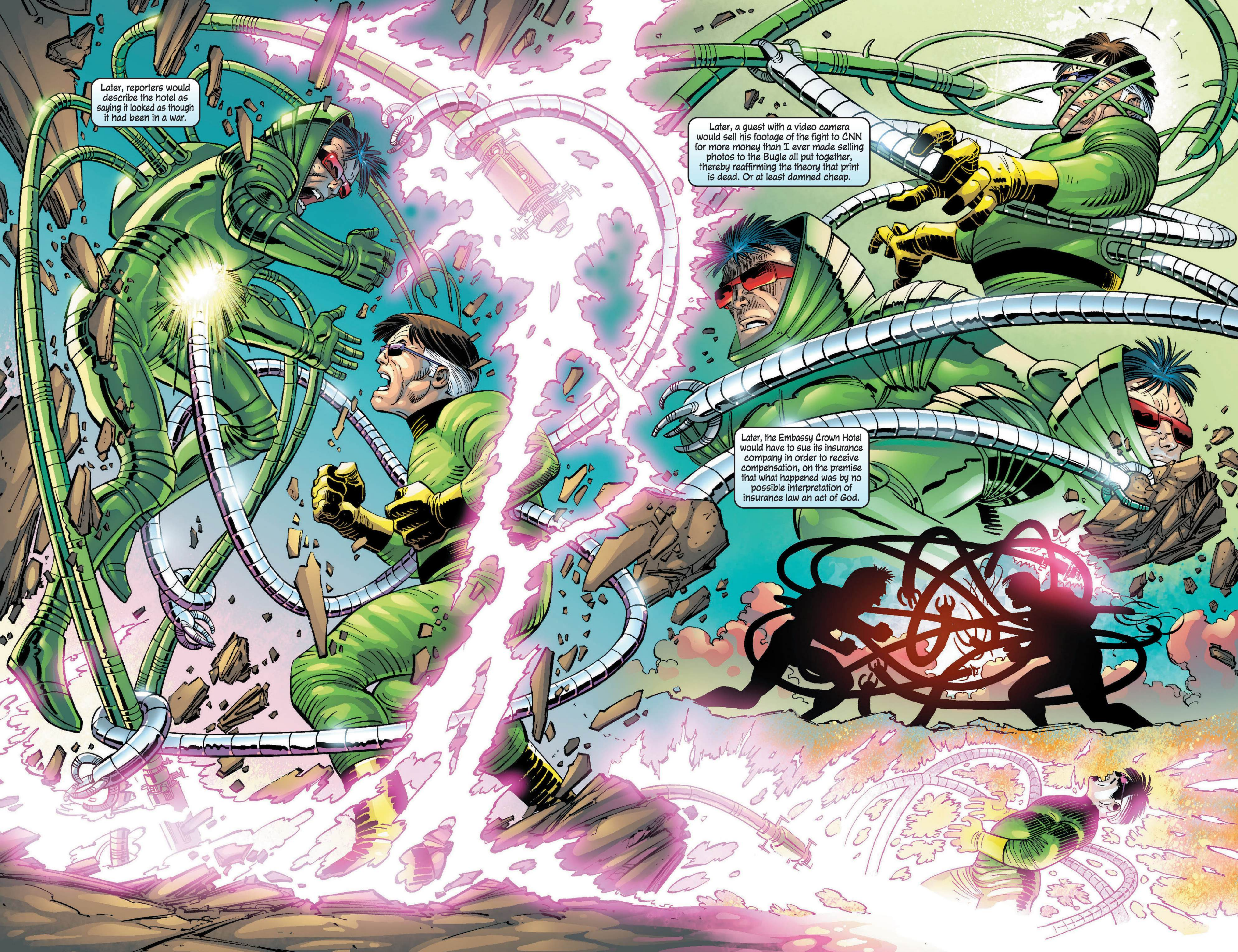

--and I take it that Beth, Candy and Cassie are all... full service?
Excellent. The address? It's --
Uhm... let me get back to you.
Carlyle! ***Carlyle!***
You don't have to shout. This is, as they say, a classy joint.

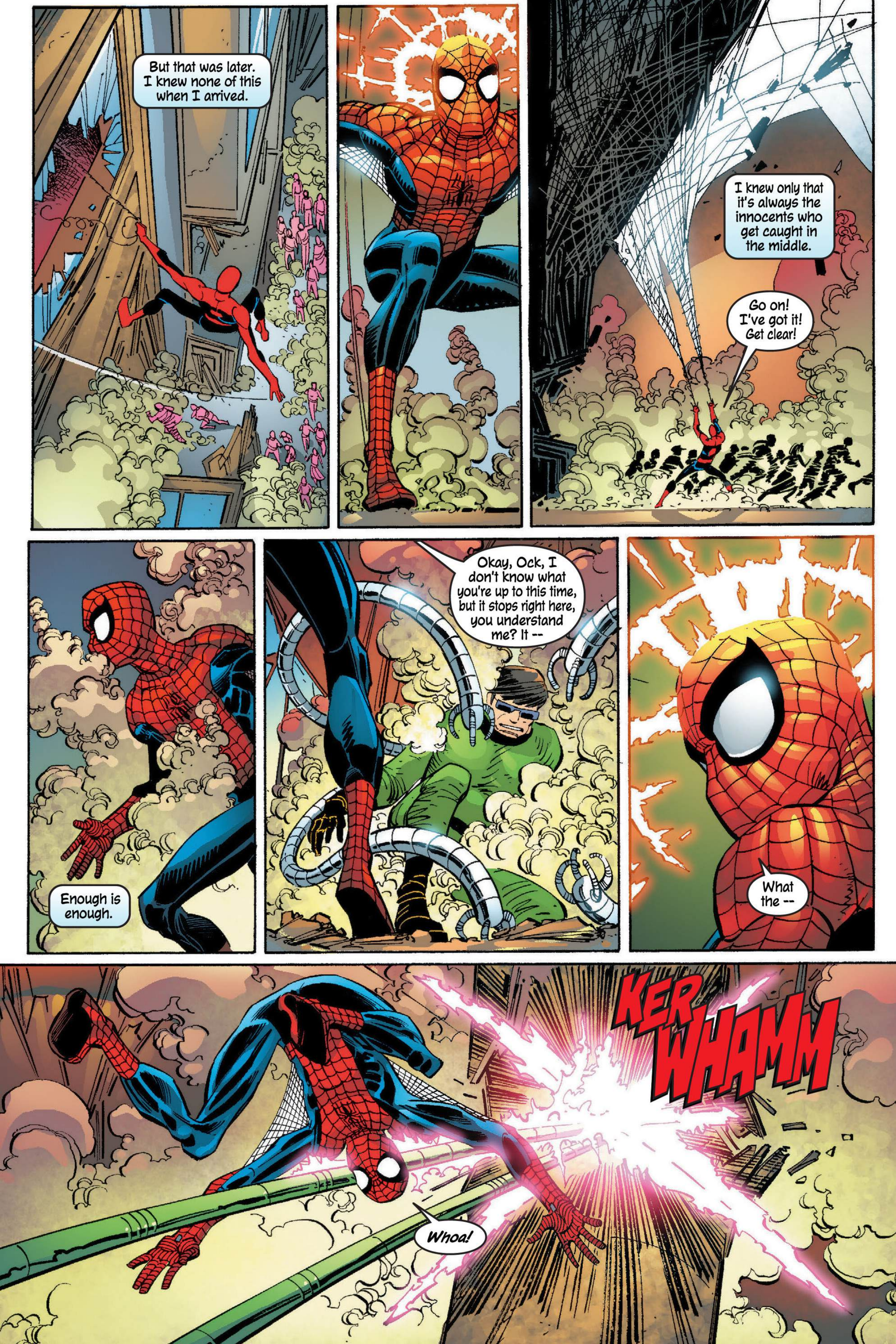

Take. That. Off.
Sigh... you're the *last* person in the world I wanted to hear utter those words while I was in the bedroom.
But you'll do.
I was reading a book on this hotel and they say this floor is supposed to be haunted --
--*snort!* --
Gimme a break. That's just to bring in the tourists and the ghost-nuts. Nothing that weird goes on in real life --
Thief! It doesn't belong to you!
Up yours, old man!
Aaaaghhh!
Maybe we should try another hotel...
Yeah, maybe...

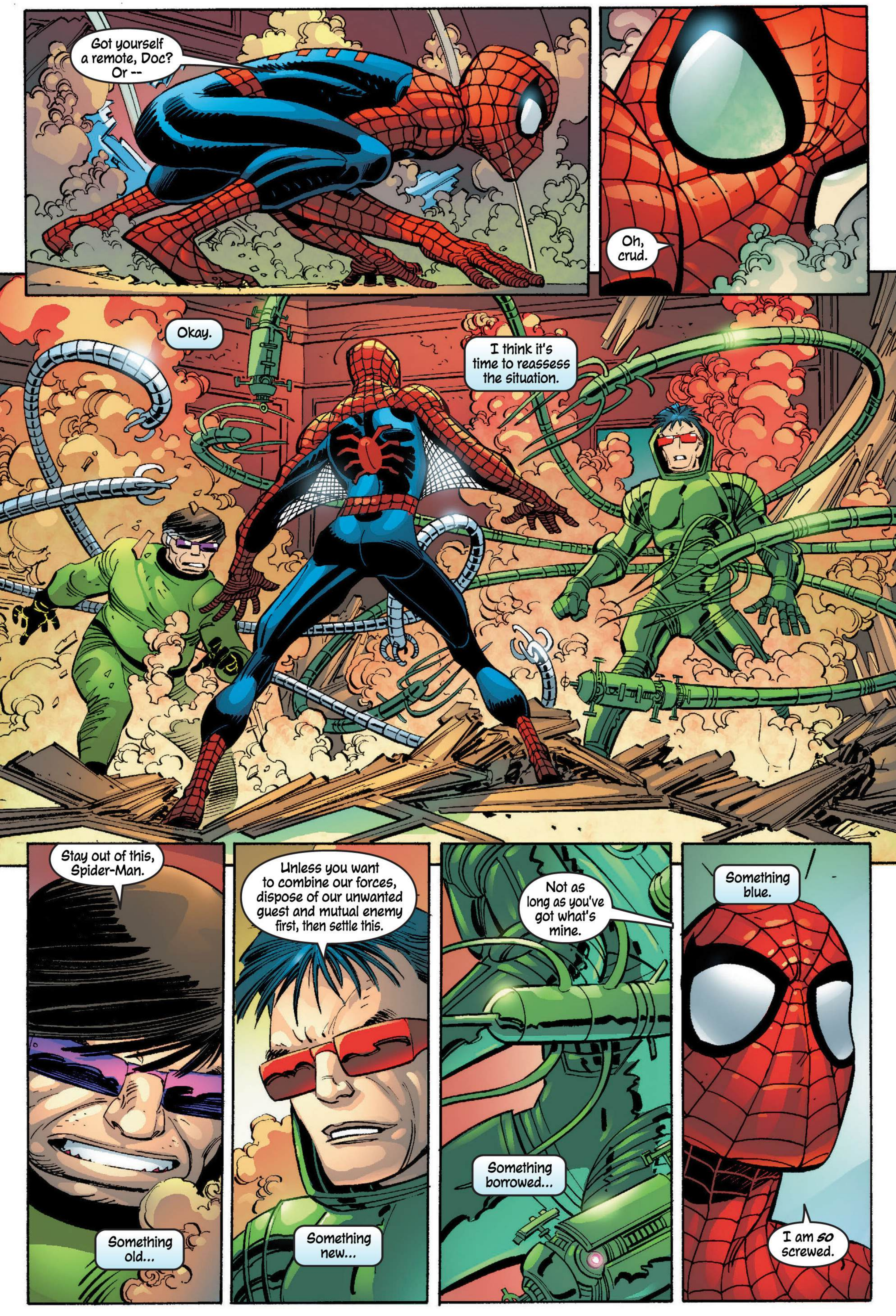

Die!
Ungh!
You should have died quietly when you had the chance, old man.
Because either way, you're a dead man.
You may be fast --
--but I've been doing this for *years.*

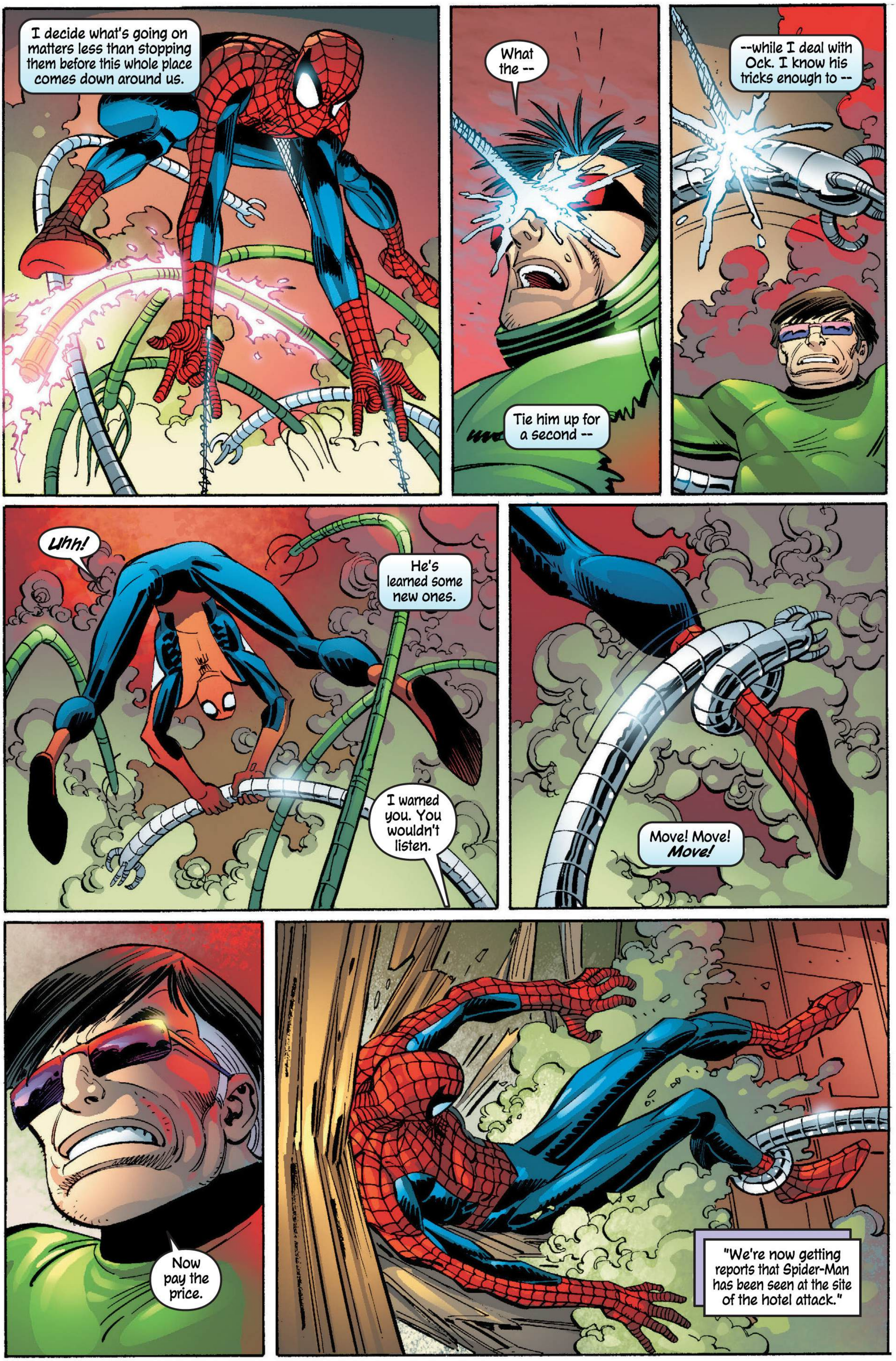

Somebody with *no* self-respect and a lousy self-image. For all the good she might think she's doing, at the end of the day he's running around town beating people up, she's only in his life when it's convenient, and if anything happens to him she can't even get comfort from anybody else because it's a secret.
At least, that's what my analyst would say.
Y'know what I mean, MJ?
Yeah... yeah, I think I do, Rick.
--so I'm thinking we check out the cafeteria, get a bite to eat while we wait for MJ.
That would be nice, Peter. It's awfully warm out here.
That's Los Angeles for you. Just remember, it isn't the heat, it's the stupidity --
SOUTH GATE
--with reports coming in of some kind of an attack taking place at this moment at the Embassy Crown Hotel --
Hey, that's just up the street.
Just a second, Aunt May.
We're receiving unconfirmed reports from eyewitnesses at the scene that this is not terrorist related, and that people have sighted the individual known as Doctor Octopus at the scene.
...oh, no...
Aunt May, I have to... I have to go.
Peter --
I'll meet you at the cafeteria as soon as I can deal with this, all right?
I... yes, all right, I...
She looks away, and I realize this is the first time I've had to leave her to go into action as Spider-Man since she found out the truth.

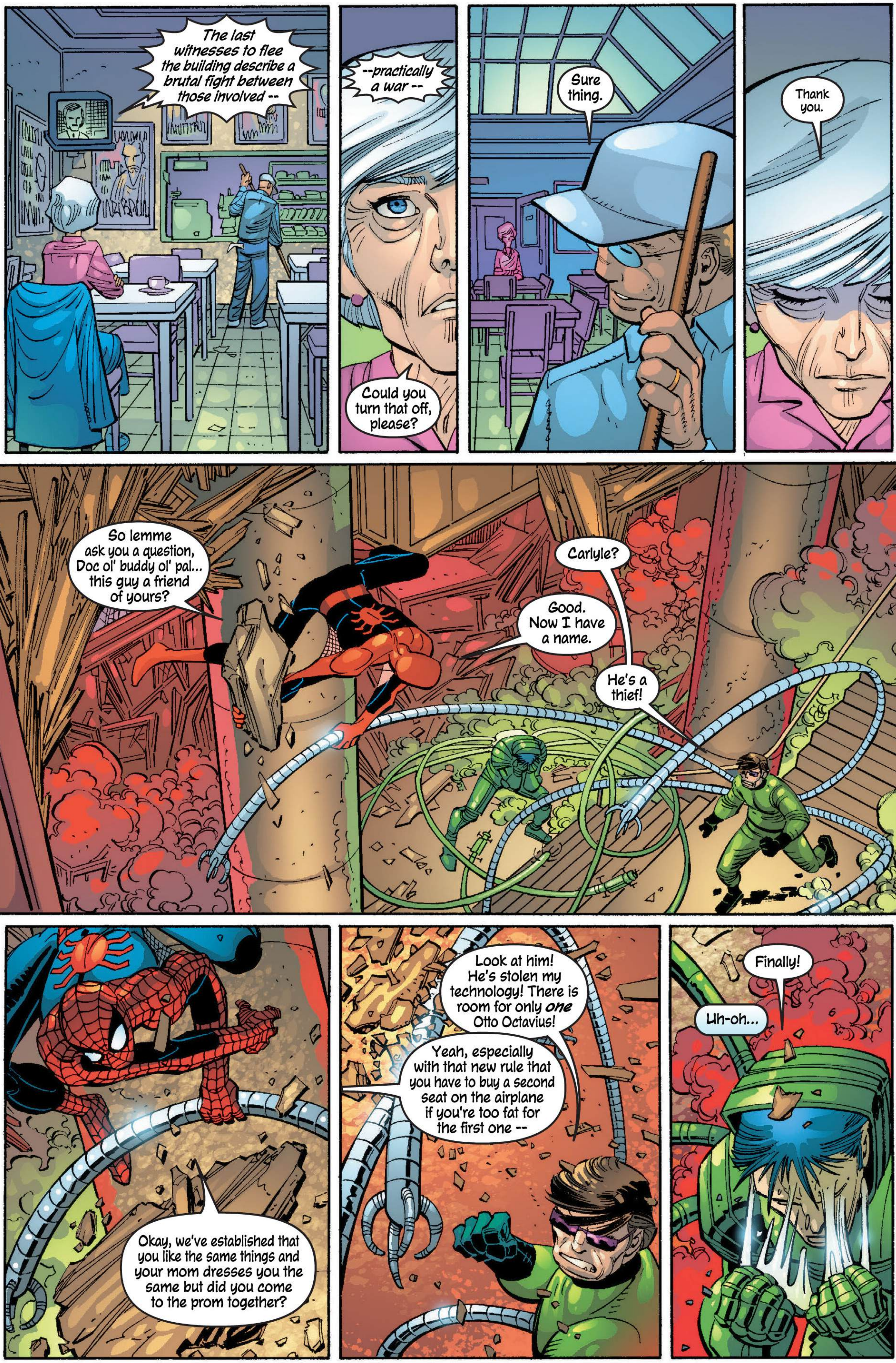

May... I'll be okay. I swear. I'll come back as soon as I'm done and we'll have some dessert, so find something good at the cafeteria because I'm going to be pretty peckish, okay?
I love you, Aunt May.
I know... and I love you too, it's just...
No. Never mind. You just... do what you have to, Peter. I'll wait for you.
Okay. I'll be back before you know it.
Just a minute, we're getting in some additional reports from the witnesses at the Embassy Crown Hotel --
--yes, all right, we have confirmation now --
--there appear to be two assailants at the hotel. Whatever the alleged Doctor Octopus is doing --
"-- he's not doing it alone."
RESTAU
You can't keep running forever, Octavius.
I have no intention of running.
Yaaaahhh!

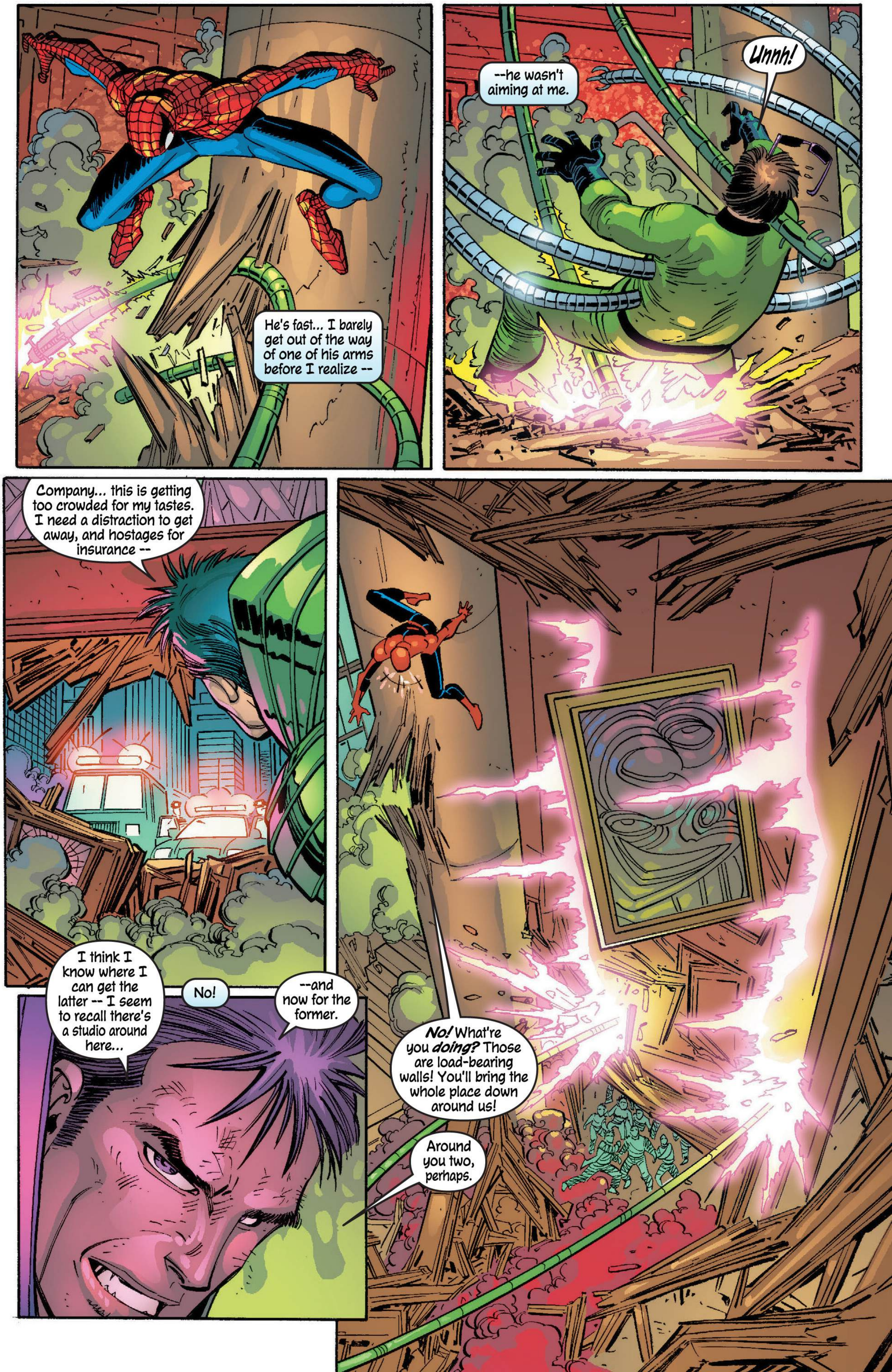

Later, reporters would describe the hotel as saying it looked as though it had been in a war.
Later, a guest with a video camera would sell his footage of the fight to CNN for more money than I ever made selling photos to the Bugle all put together, thereby reaffirming the theory that print is dead. Or at least damned cheap.
Later, the Embassy Crown Hotel would have to sue its insurance company in order to receive compensation, on the premise that what happened was by no possible interpretation of insurance law an act of God.

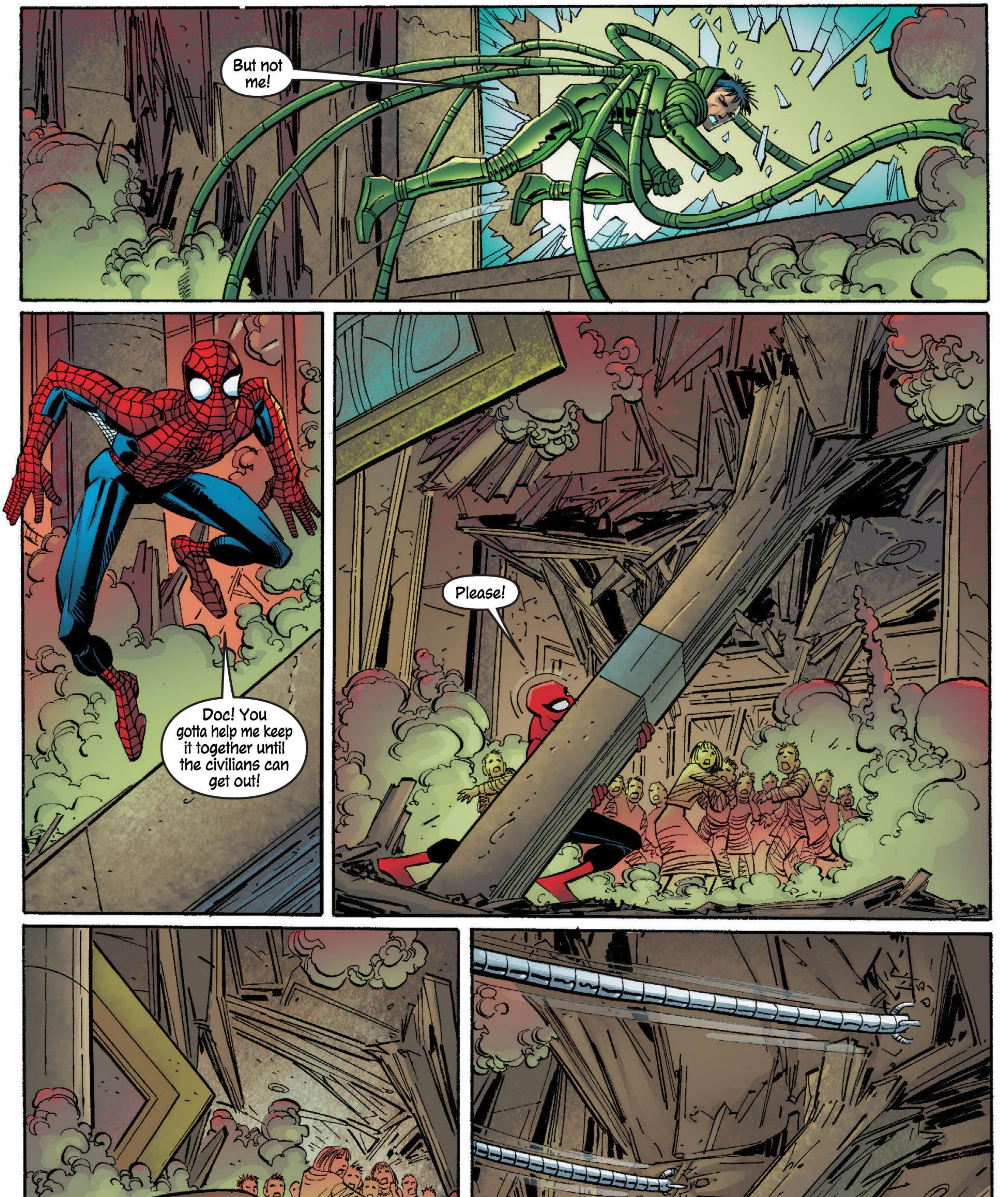

But that was later. I knew none of this when I arrived.
I knew only that it's always the innocents who get caught in the middle.
Go on! I've got it! Get clear!
Enough is enough.
Okay, Ock, I don't know what you're up to this time, but it stops right here, you understand me? It --
What the --
KER WHAMM
Whoa!

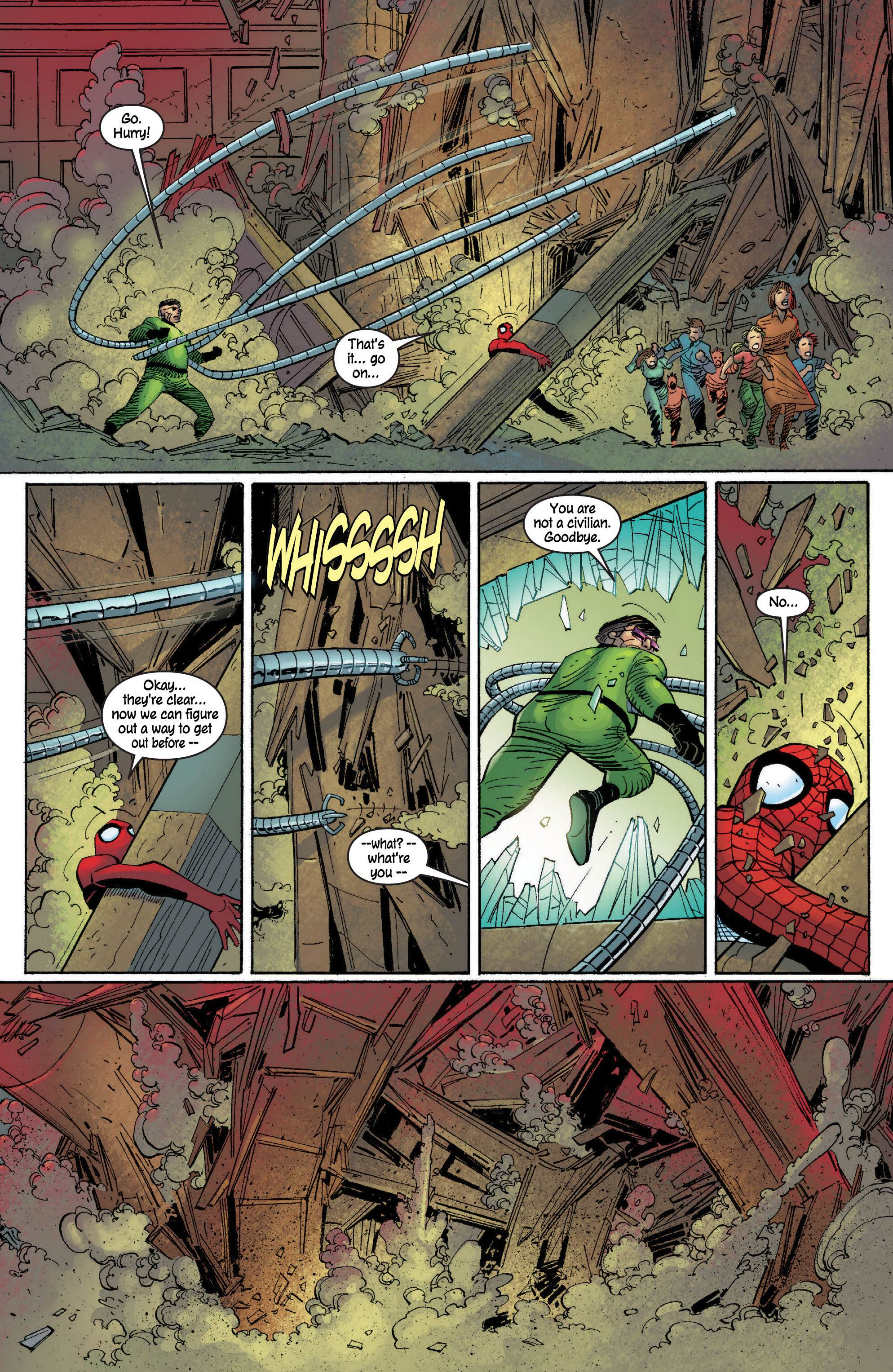

Got yourself a remote, Doc? Or --
Oh, crud.
Okay.
I think it's time to reassess the situation.
Stay out of this, Spider-Man.
Something old...
Unless you want to combine our forces, dispose of our unwanted guest and mutual enemy first, then settle this.
Something new...
Not as long as you've got what's mine.
Something borrowed...
Something blue.
I am *so* screwed.

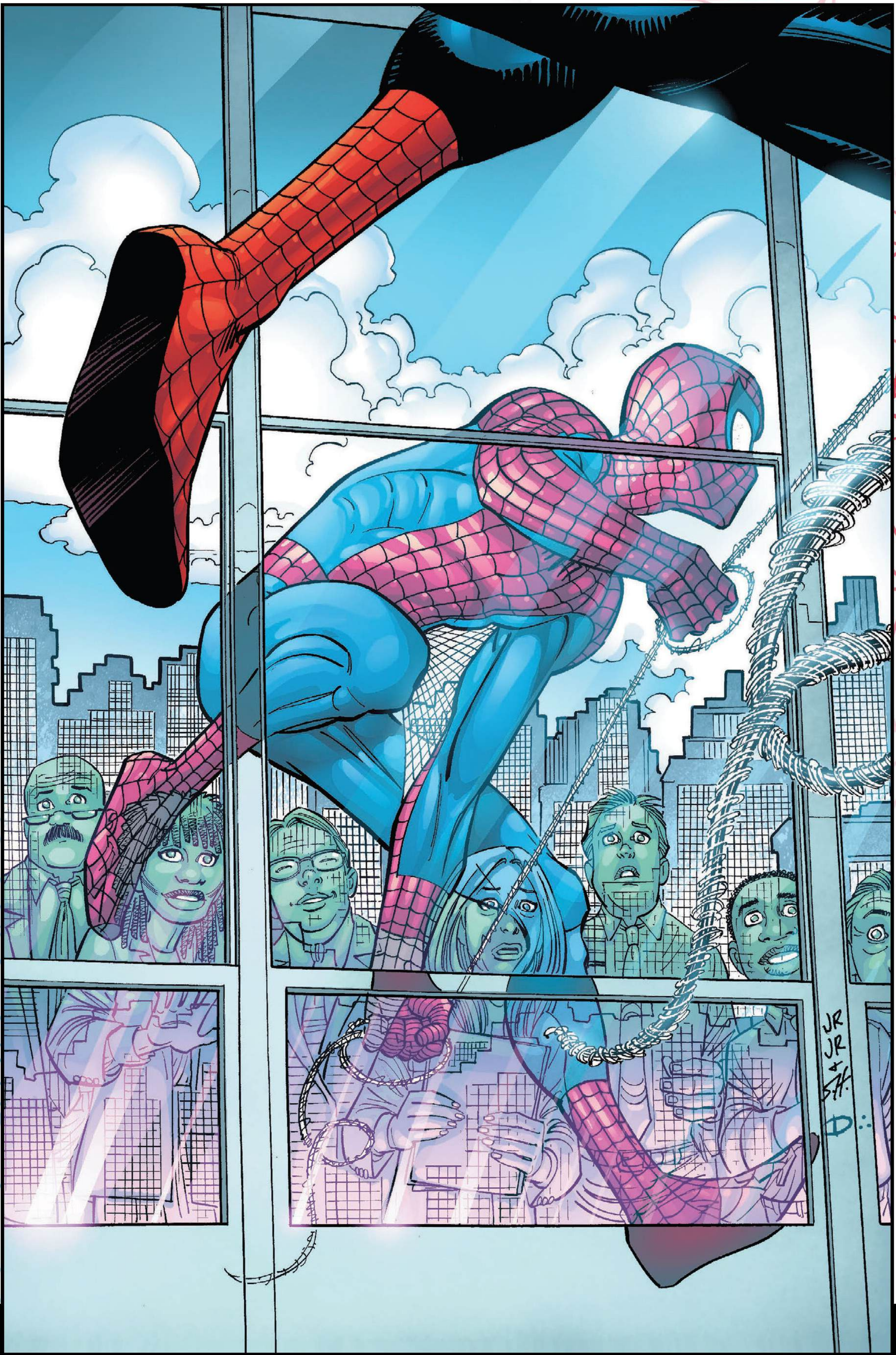

I decide what's going on matters less than stopping them before this whole place comes down around us.
What the --
Tie him up for a second --
--while I deal with Ock. I know his tricks enough to --
Uhh!
He's learned some new ones.
I warned you. You wouldn't listen.
Move! Move! *Move!*
Now pay the price.
"We're now getting reports that Spider-Man has been seen at the site of the hotel attack."


The last witnesses to flee the building describe a brutal fight between those involved --
--practically a war --
Could you turn that off, please?
Sure thing.
Thank you.
So lemme ask you a question, Doc ol' buddy ol' pal... this guy a friend of yours?
Carlyle?
Good. Now I have a name.
He's a thief!
Okay, we've established that you like the same things and your mom dresses you the same but did you come to the prom together?
Look at him! He's stolen my technology! There is room for only *one* Otto Octavius!
Yeah, especially with that new rule that you have to buy a second seat on the airplane if you're too fat for the first one --
Finally!
Uh-oh...

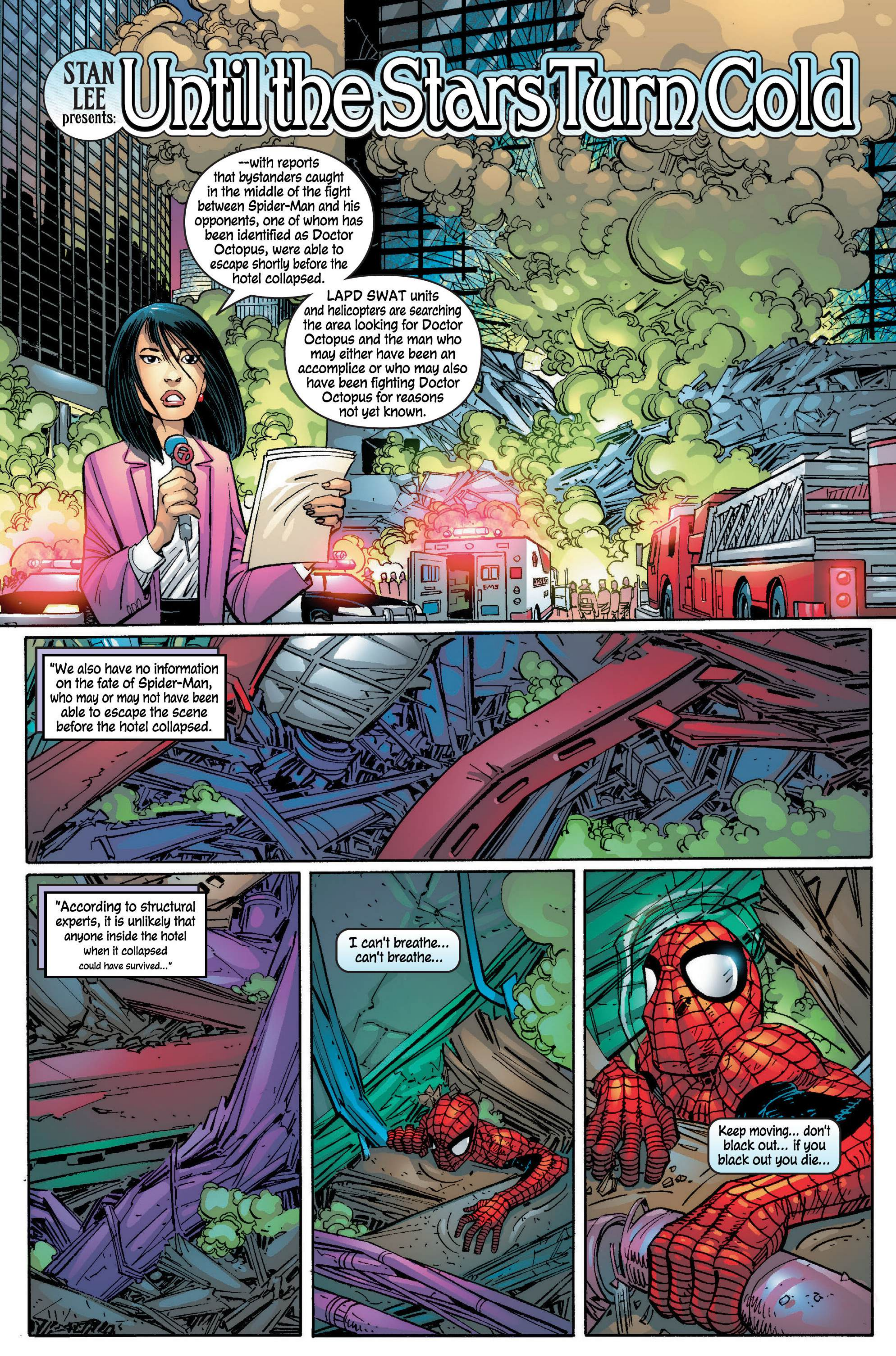

He's fast... I barely get out of the way of one of his arms before I realize --
--he wasn't aiming at me.
Unnh!
Company... this is getting too crowded for my tastes. I need a distraction to get away, and hostages for insurance --
I think I know where I can get the latter -- I seem to recall there's a studio around here...
No!
--and now for the former.
No! What're you *doing?* Those are load-bearing walls! You'll bring the whole place down around us!
Around you two, perhaps.

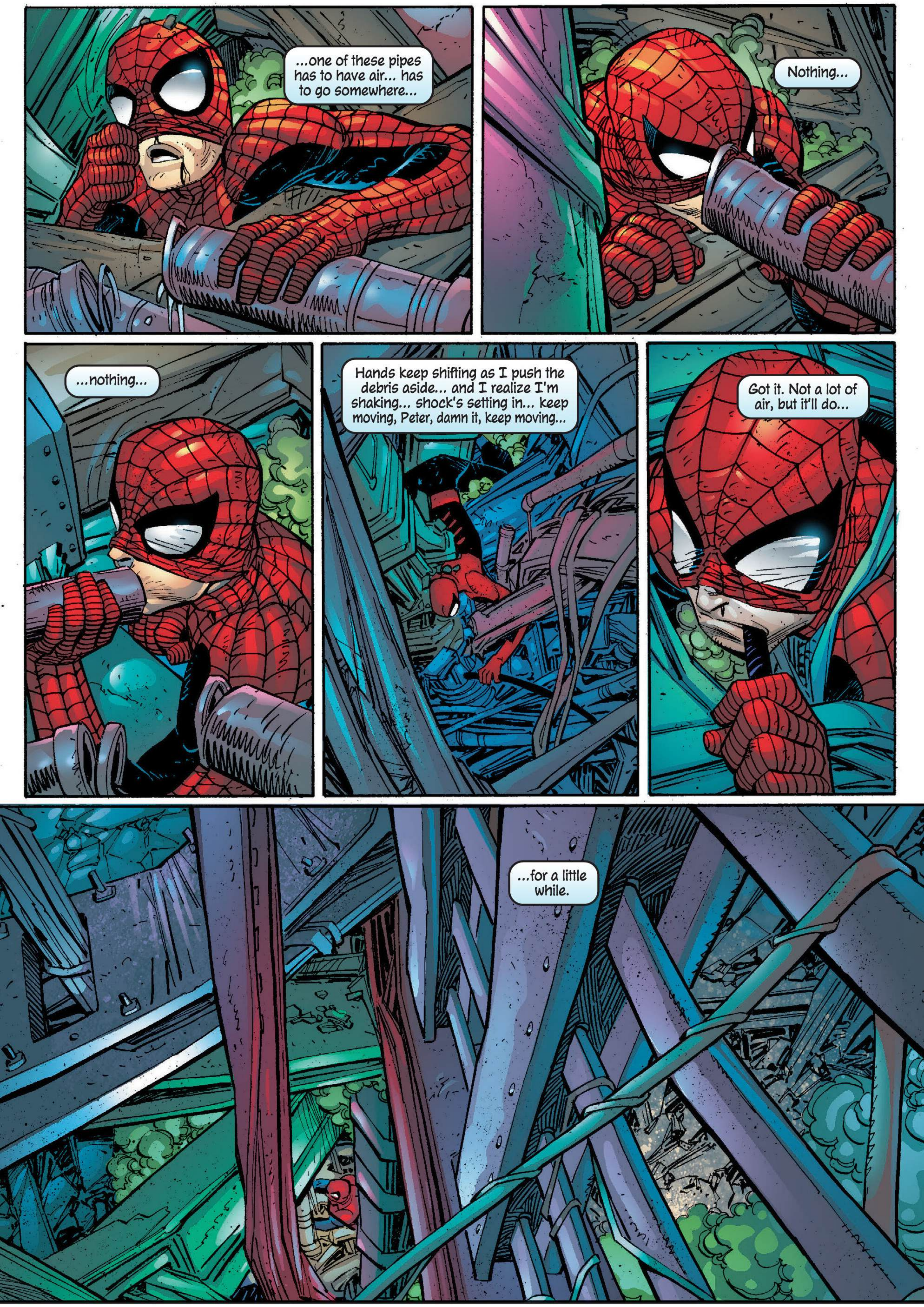

But not me!
Doc! You gotta help me keep it together until the civilians can get out!
Please!

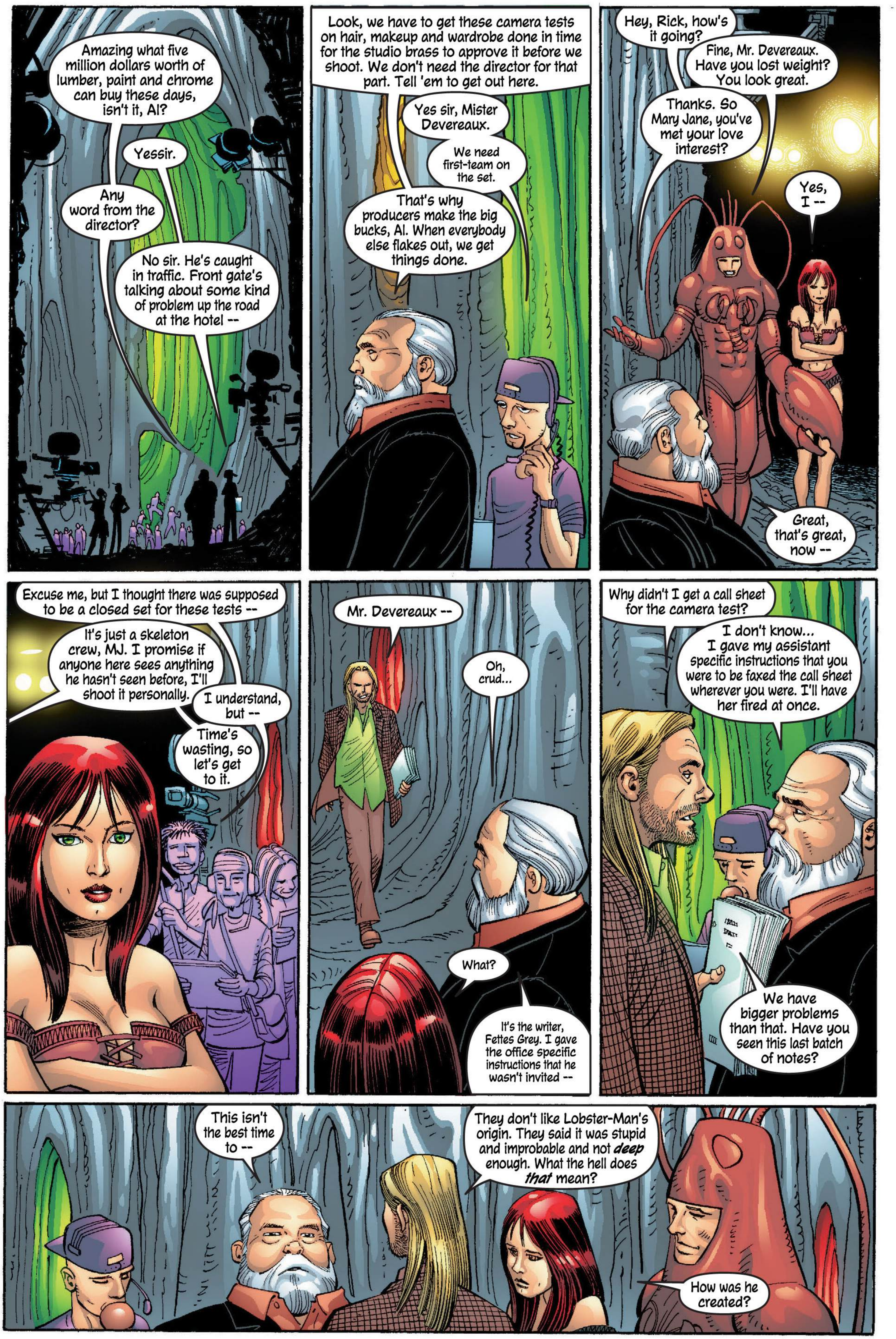

Go. Hurry!
That's it... go on...
Okay... they're clear... now we can figure out a way to get out before --
WHISSSSH
--what? -- what're you --
You are not a civilian. Goodbye.
No...

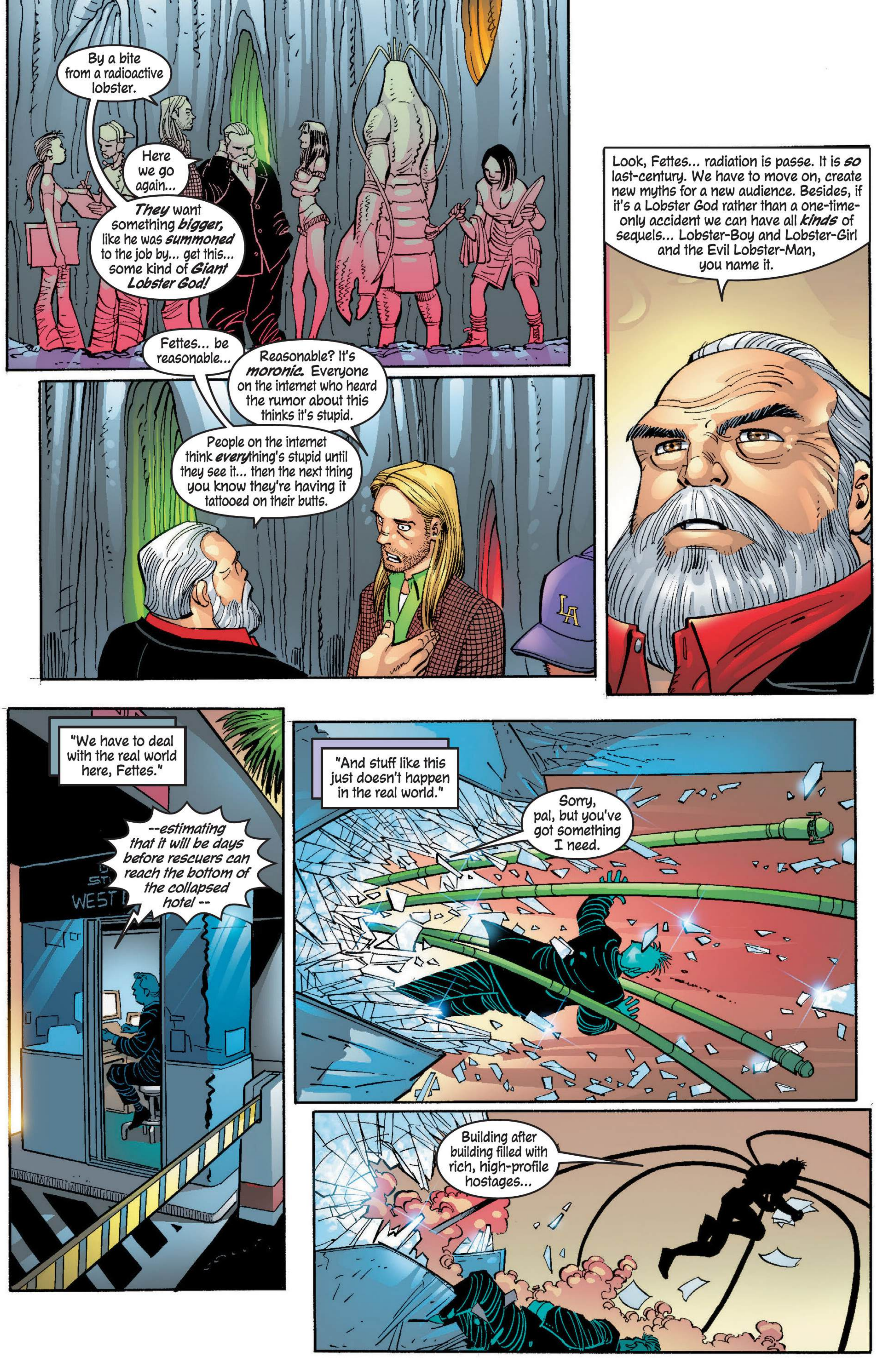


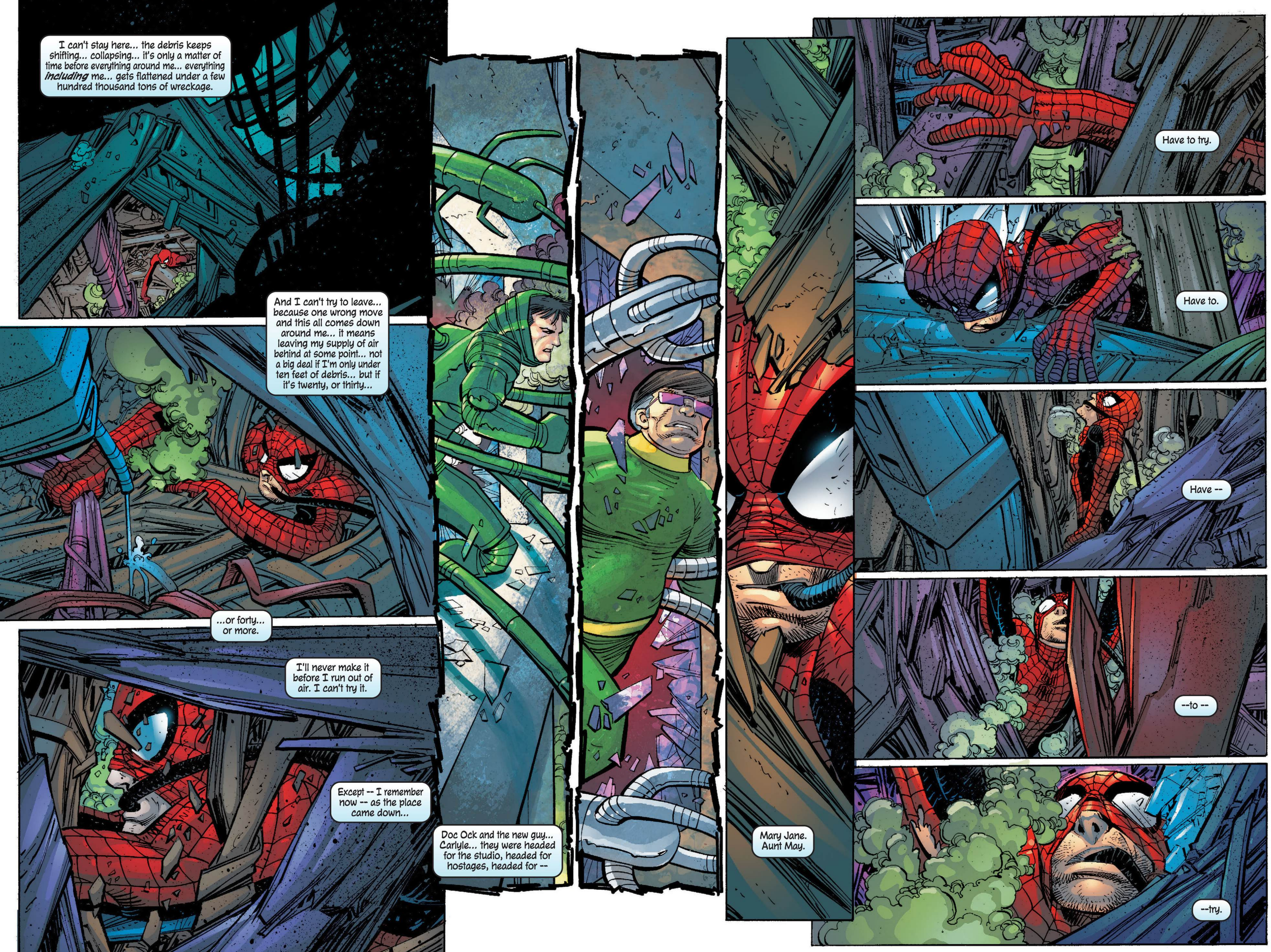
AMAZING SPIDER-MAN #45

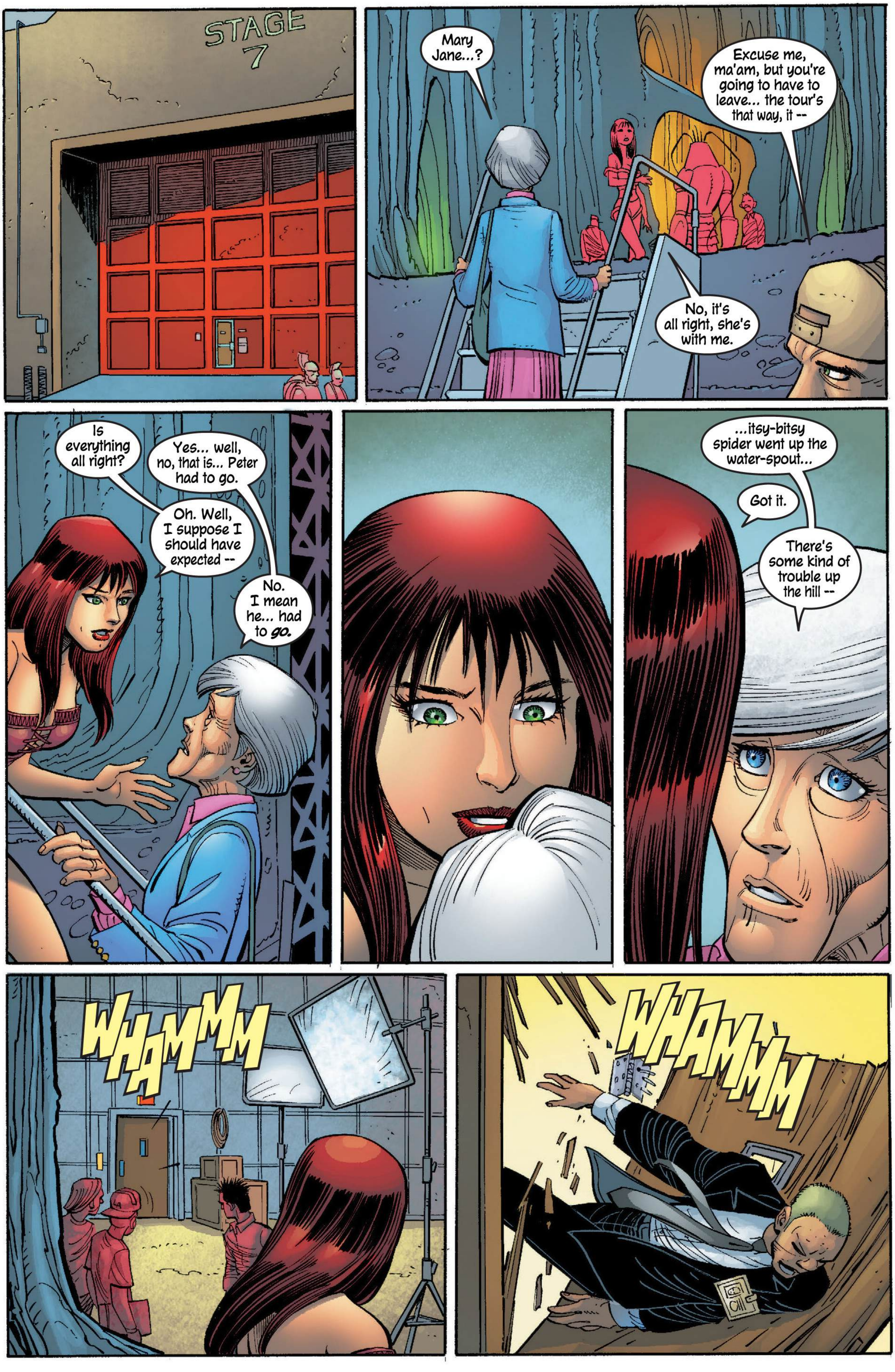

STAN LEE presents:
Until the Stars Turn Cold
--with reports that bystanders caught in the middle of the fight between Spider-Man and his opponents, one of whom has been identified as Doctor Octopus, were able to escape shortly before the hotel collapsed.
LAPD SWAT units and helicopters are searching the area looking for Doctor Octopus and the man who may either have been an accomplice or who may also have been fighting Doctor Octopus for reasons not yet known.
EMS
"We also have no information on the fate of Spider-Man, who may or may not have been able to escape the scene before the hotel collapsed.
"According to structural experts, it is unlikely that anyone inside the hotel when it collapsed could have survived..."
I can't breathe... can't breathe...
Keep moving... don't black out... if you black out you die...

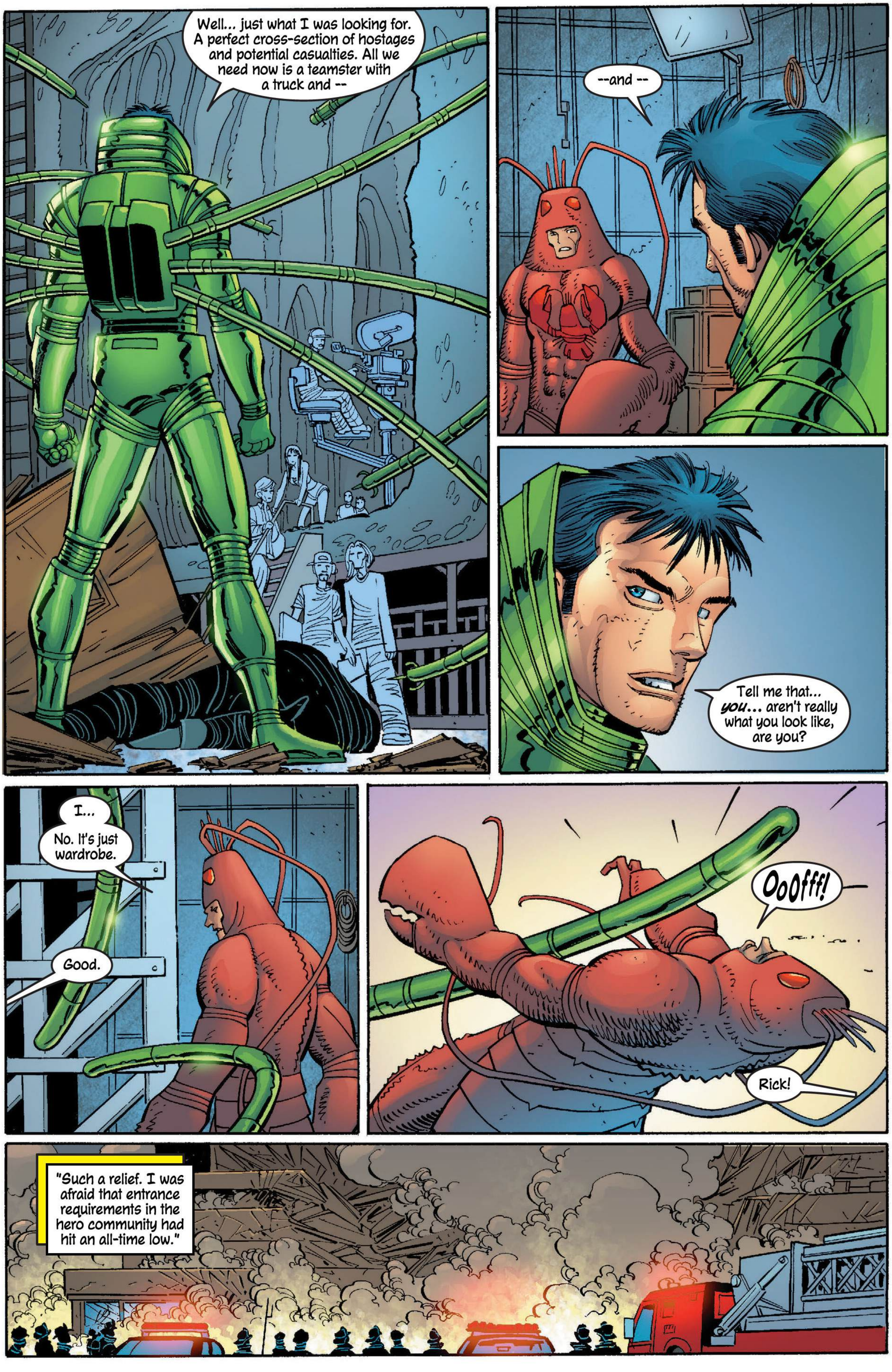

...one of these pipes has to have air... has to go somewhere...
Nothing...
...nothing...
Hands keep shifting as I push the debris aside... and I realize I'm shaking... shock's setting in... keep moving, Peter, damn it, keep moving...
Got it. Not a lot of air, but it'll do...
...for a little while.

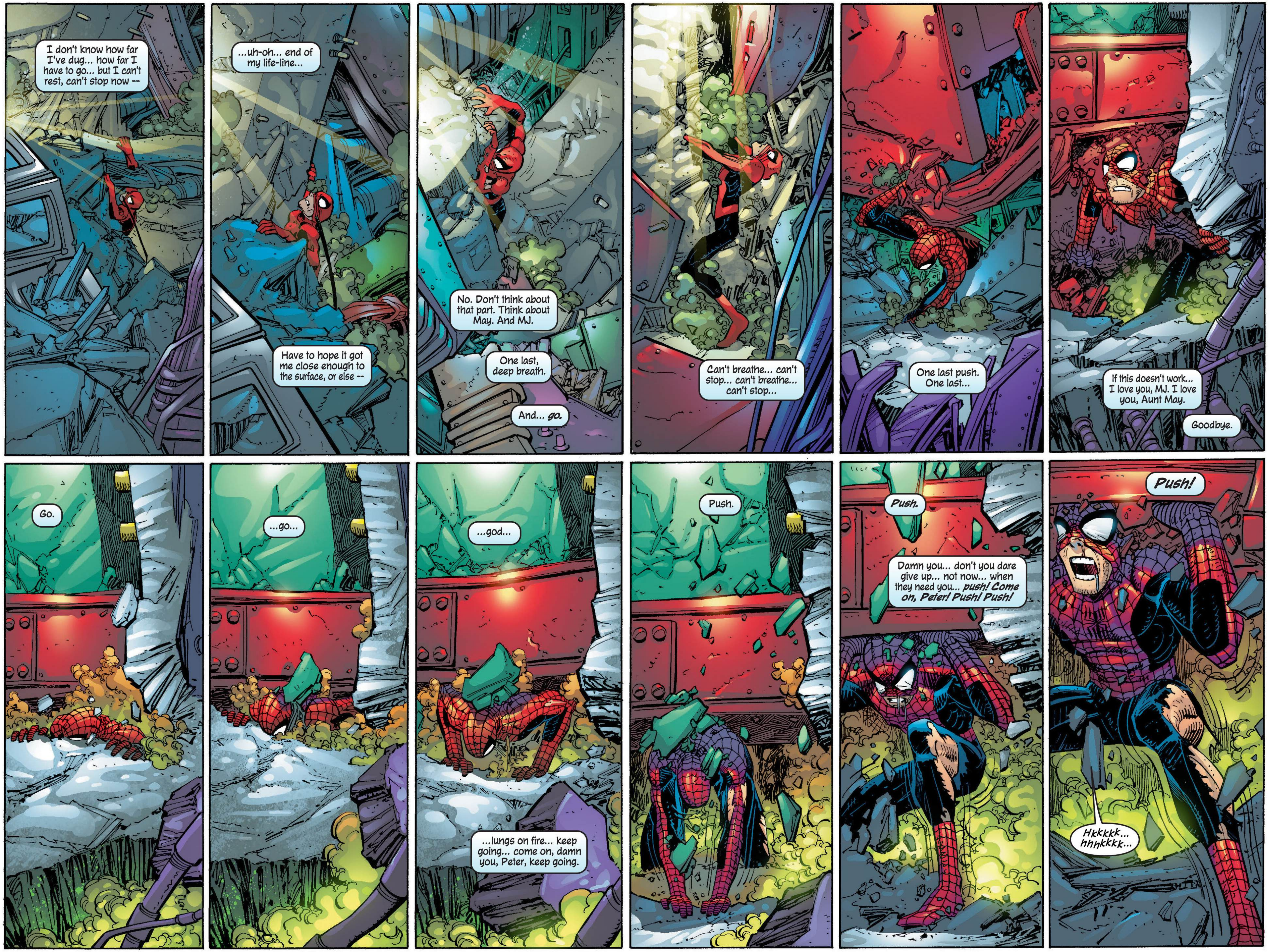

Amazing what five million dollars worth of lumber, paint and chrome can buy these days, isn't it, Al?
Yessir.
Any word from the director?
No sir. He's caught in traffic. Front gate's talking about some kind of problem up the road at the hotel --
Look, we have to get these camera tests on hair, makeup and wardrobe done in time for the studio brass to approve it before we shoot. We don't need the director for that part. Tell 'em to get out here.
Yes sir, Mister Devereaux.
We need first-team on the set.
That's why producers make the big bucks, Al. When everybody else flakes out, we get things done.
Hey, Rick, how's it going?
Fine, Mr. Devereaux. Have you lost weight? You look great.
Thanks. So Mary Jane, you've met your love interest?
Yes, I --
Great, that's great, now --
Excuse me, but I thought there was supposed to be a closed set for these tests --
It's just a skeleton crew, MJ. I promise if anyone here sees anything he hasn't seen before, I'll shoot it personally.
I understand, but --
Time's wasting, so let's get to it.
Mr. Devereaux --
Oh, crud...
What?
It's the writer, Fettes Grey. I gave the office specific instructions that he wasn't invited --
Why didn't I get a call sheet for the camera test?
I don't know... I gave my assistant specific instructions that you were to be faxed the call sheet wherever you were. I'll have her fired at once.
We have bigger problems than that. Have you seen this last batch of notes?
This isn't the best time to --
They don't like Lobster-Man's origin. They said it was stupid and improbable and not *deep* enough. What the hell does *that* mean?
How was he created?

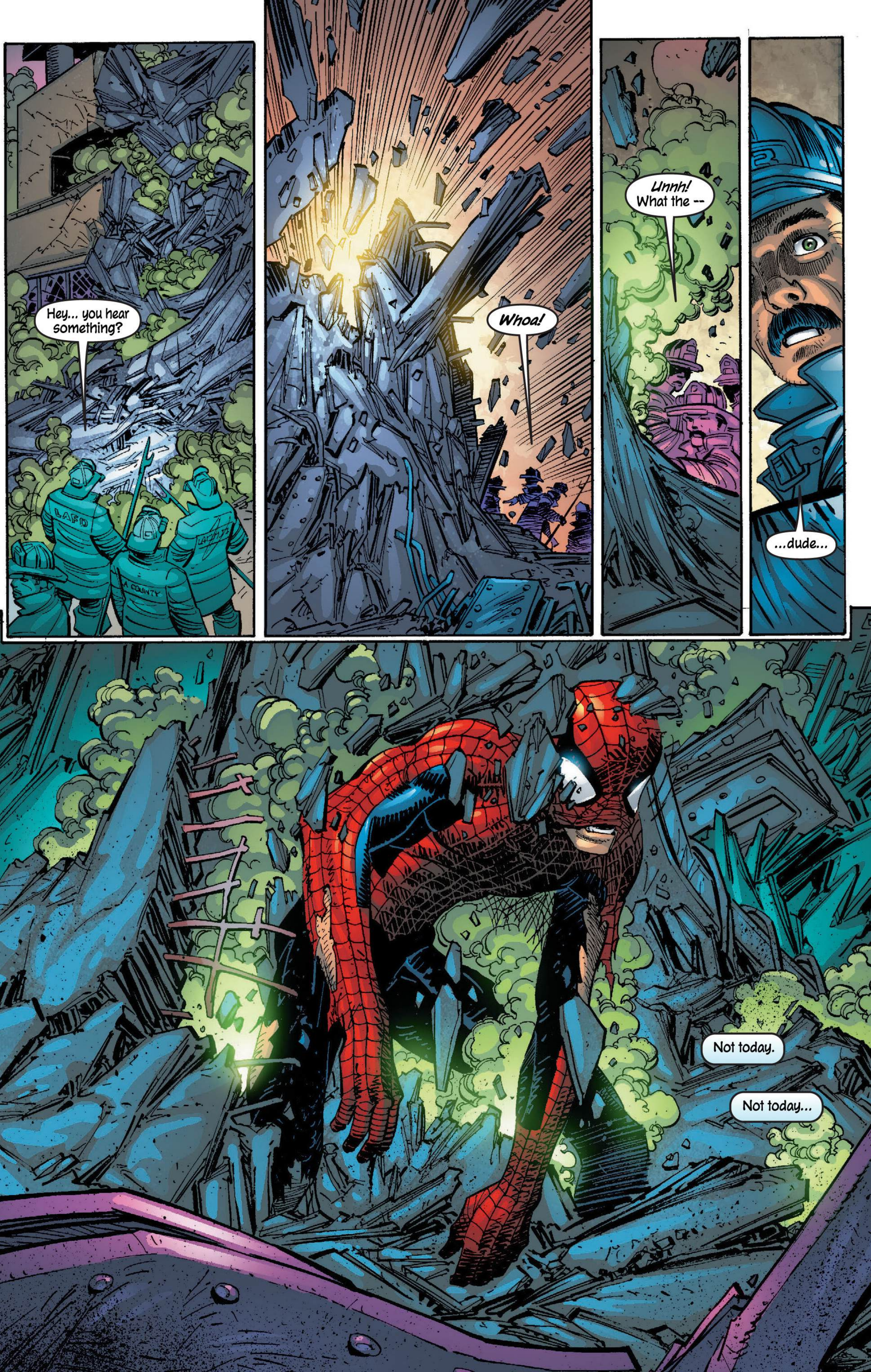

By a bite from a radioactive lobster.
Here we go again...
They want something *bigger,* like he was *summoned* to the job by... get this... some kind of *Giant Lobster God!*
Fettes... be reasonable...
Reasonable? It's *moronic.* Everyone on the internet who heard the rumor about this thinks it's stupid.
People on the internet think *every*thing's stupid until they see it... then the next thing you know they're having it tattooed on their butts.
LA
Look, Fettes... radiation is passe. It is *so* last-century. We have to move on, create new myths for a new audience. Besides, if it's a Lobster God rather than a one-time-only accident we can have all *kinds* of sequels... Lobster-Boy and Lobster-Girl and the Evil Lobster-Man, you name it.
"We have to deal with the real world here, Fettes."
--*estimating that it will be days before rescuers can reach the bottom of the collapsed hotel* --
WEST
"And stuff like this just doesn't happen in the real world."
Sorry, pal, but you've got something I need.
Building after building filled with rich, high-profile hostages...

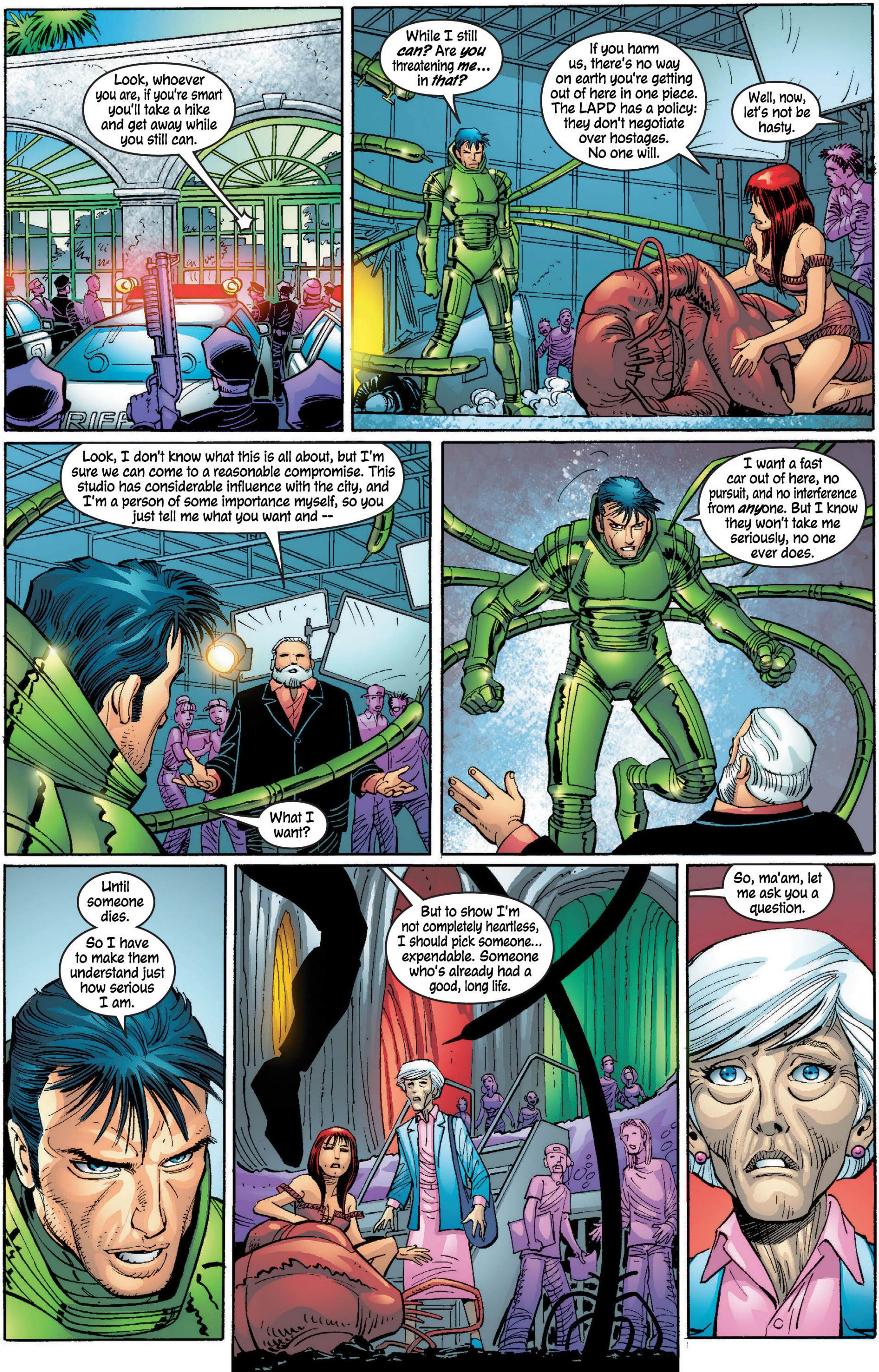

I can't stay here... the debris keeps shifting... collapsing... it's only a matter of time before everything around me... everything *including* me... gets flattened under a few hundred thousand tons of wreckage.
And I can't try to leave... because one wrong move and this all comes down around me... it means leaving my supply of air behind at some point... not a big deal if I'm only under ten feet of debris... but if it's twenty, or thirty...
...or forty... or more.
I'll never make it before I run out of air. I can't try it.
Except -- I remember now -- as the place came down...
Doc Ock and the new guy... Carlyle... they were headed for the studio, headed for hostages, headed for --
Mary Jane. Aunt May.
Have to try.
Have to.
Have --
--to --
--try.

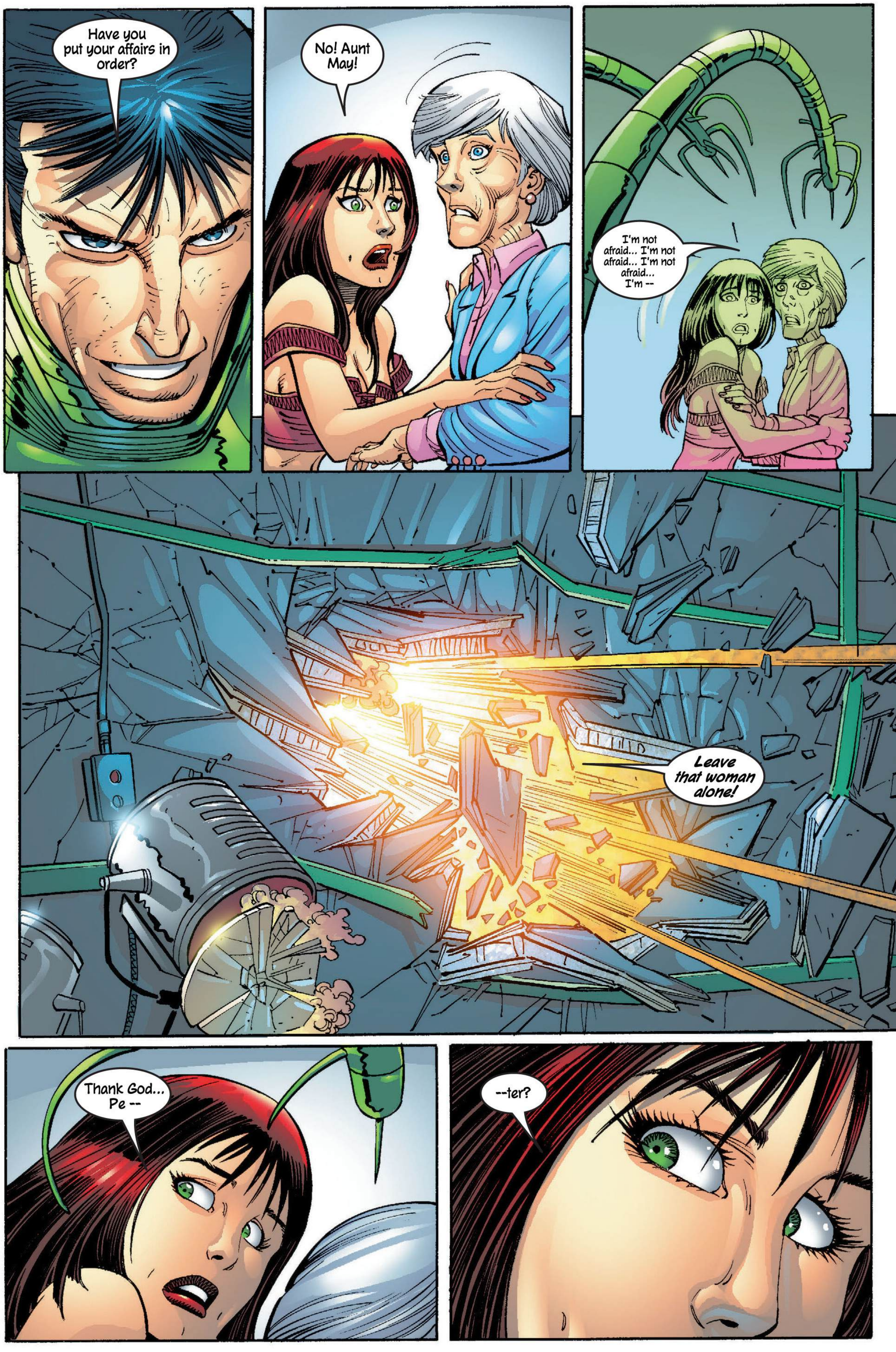

STAGE 7
Mary Jane...?
Excuse me, ma'am, but you're going to have to leave... the tour's that way, it --
No, it's all right, she's with me.
Is everything all right?
Yes... well, no, that is... Peter had to go.
Oh. Well, I suppose I should have expected --
No. I mean he... had to *go.*
...itsy-bitsy spider went up the water-spout...
Got it.
There's some kind of trouble up the hill --
WHAMMMM
WHAMMMM

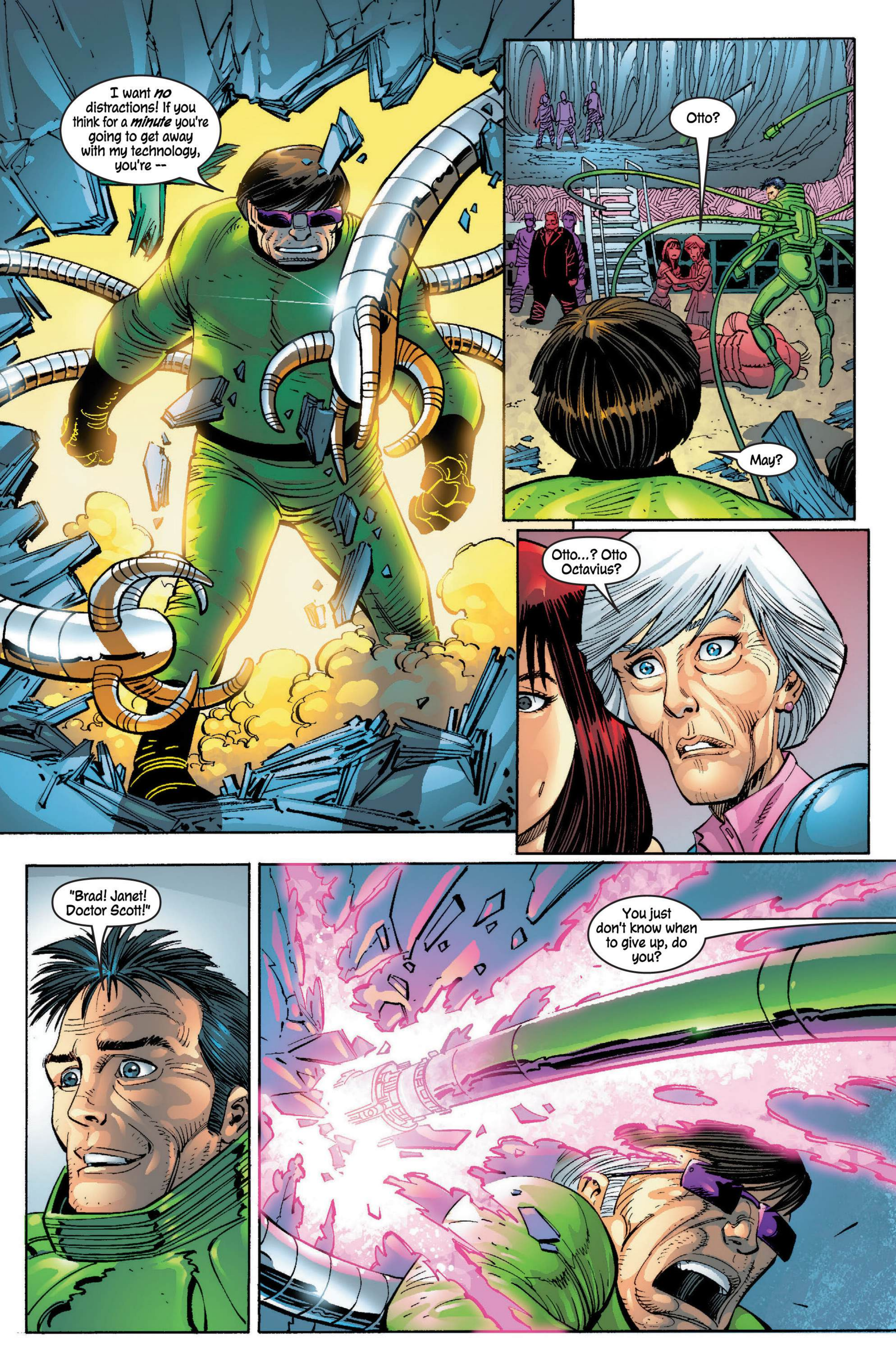

Well... just what I was looking for. A perfect cross-section of hostages and potential casualties. All we need now is a teamster with a truck and --
--and --
Tell me that... *you...* aren't really what you look like, are you?
I...
No. It's just wardrobe.
Good.
OoOfff!
Rick!
"Such a relief. I was afraid that entrance requirements in the hero community had hit an all-time low."

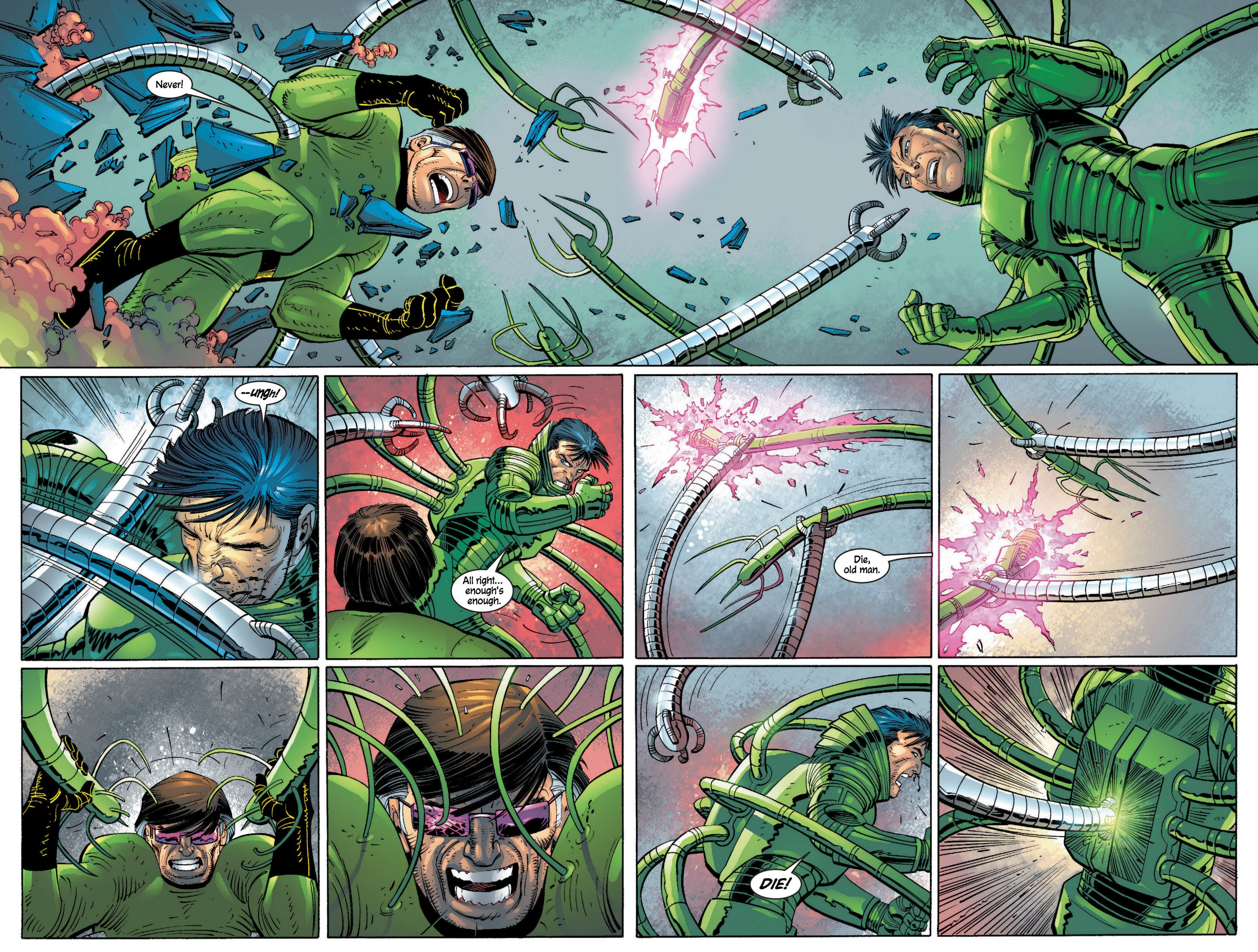

I don't know how far I've dug... how far I have to go... but I can't rest, can't stop now --
...uh-oh... end of my life-line...
Have to hope it got me close enough to the surface, or else --
No. Don't think about that part. Think about May. And MJ.
One last, deep breath.
And... *go.*
Can't breathe... can't stop... can't breathe... can't stop...
One last push. One last...
If this doesn't work... I love you, MJ. I love you, Aunt May.
Goodbye.
Go.
...go...
...god...
...lungs on fire... keep going... come on, damn you, Peter, keep going.
Push.
Push.
Damn you... don't you dare give up... not now... when they need you... *push! Come on, Peter! Push! Push!*
Push!
Hkkkkk... hhhkkkk...

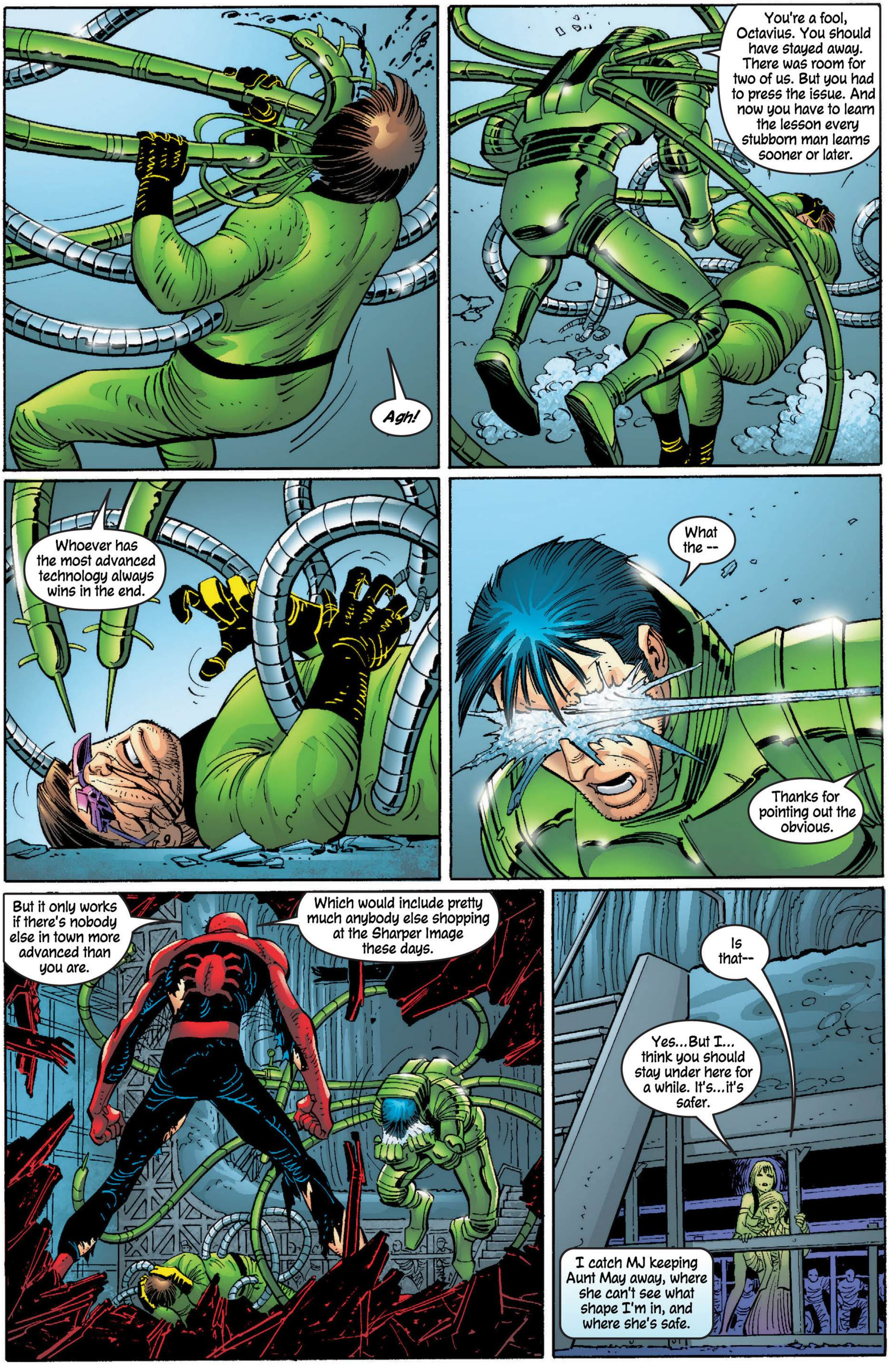

Hey... you hear something?
LAFD
Whoa!
Unnh! What the --
...dude...
Not today.
Not today...

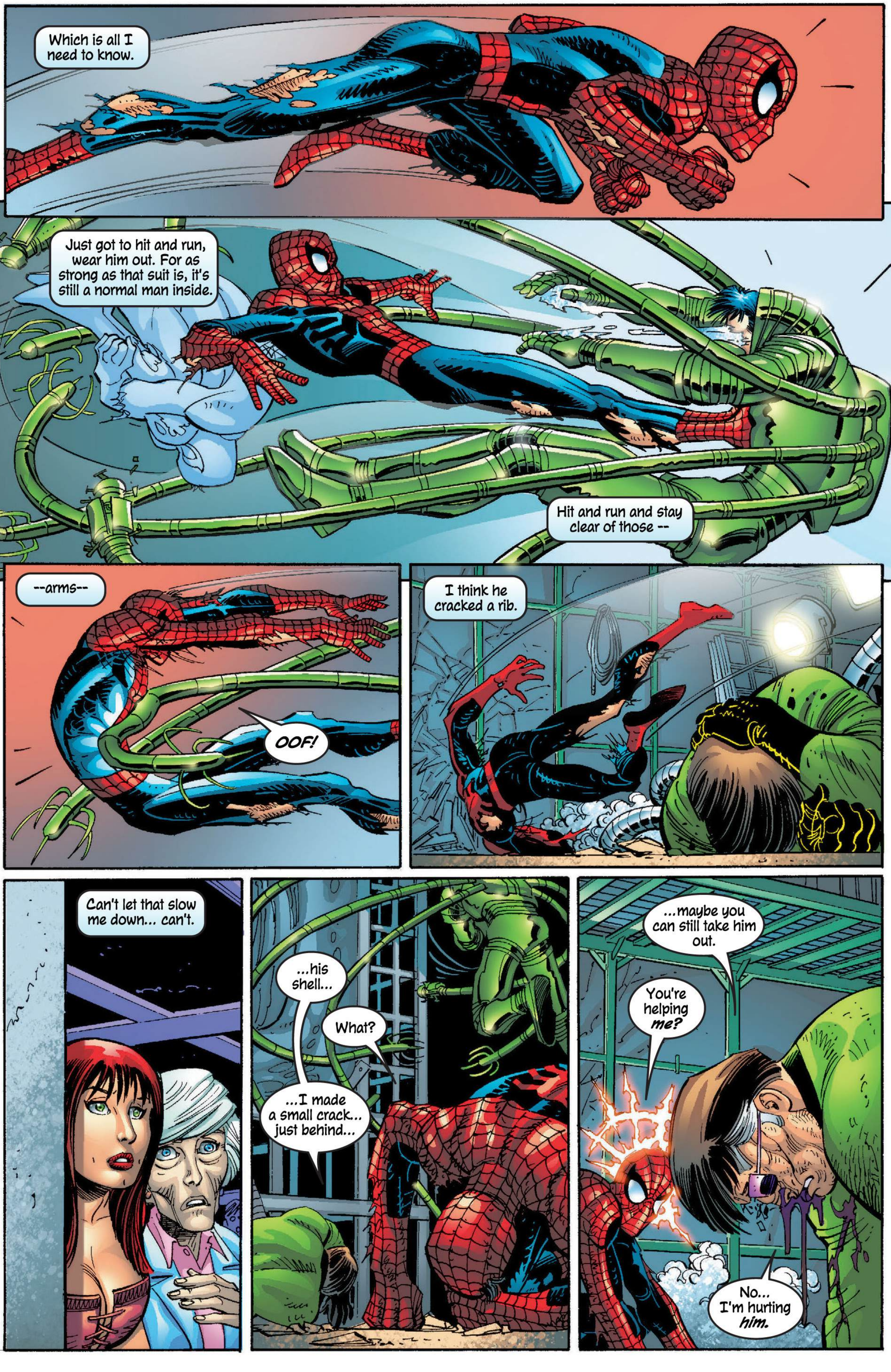

Look, whoever you are, if you're smart you'll take a hike and get away while you still can.
RIFF
While I still *can?* Are *you* threatening *me*... in *that?*
If you harm us, there's no way on earth you're getting out of here in one piece. The LAPD has a policy: they don't negotiate over hostages. No one will.
Well, now, let's not be hasty.
Look, I don't know what this is all about, but I'm sure we can come to a reasonable compromise. This studio has considerable influence with the city, and I'm a person of some importance myself, so you just tell me what you want and --
What I want?
I want a fast car out of here, no pursuit, and no interference from *any*one. But I know they won't take me seriously, no one ever does.
Until someone dies.
So I have to make them understand just how serious I am.
But to show I'm not completely heartless, I should pick someone... expendable. Someone who's already had a good, long life.
So, ma'am, let me ask you a question.

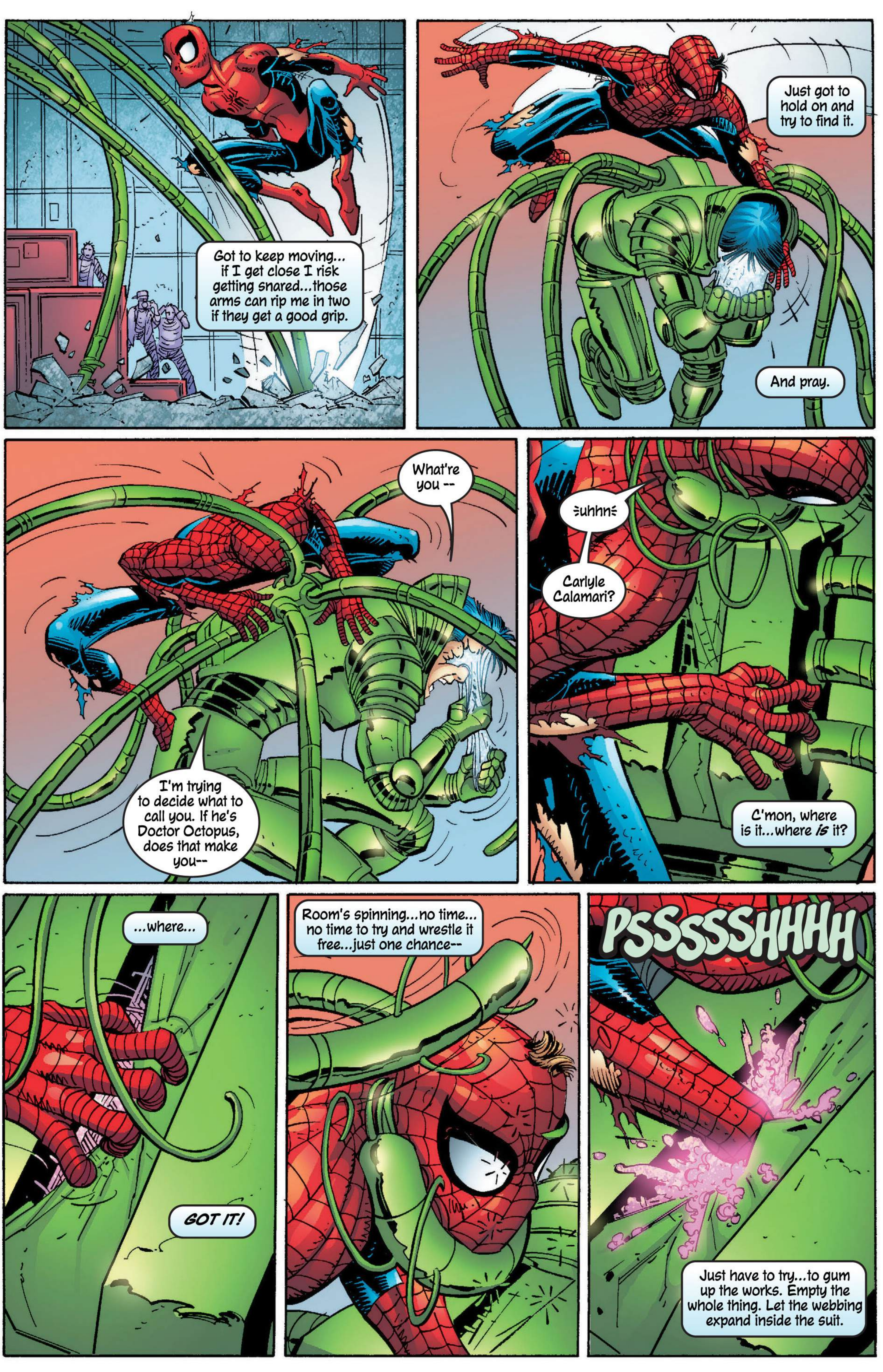

Have you put your affairs in order?
No! Aunt May!
I'm not afraid... I'm not afraid... I'm not afraid... I'm --
Leave that woman alone!
Thank God... Pe --
--ter?

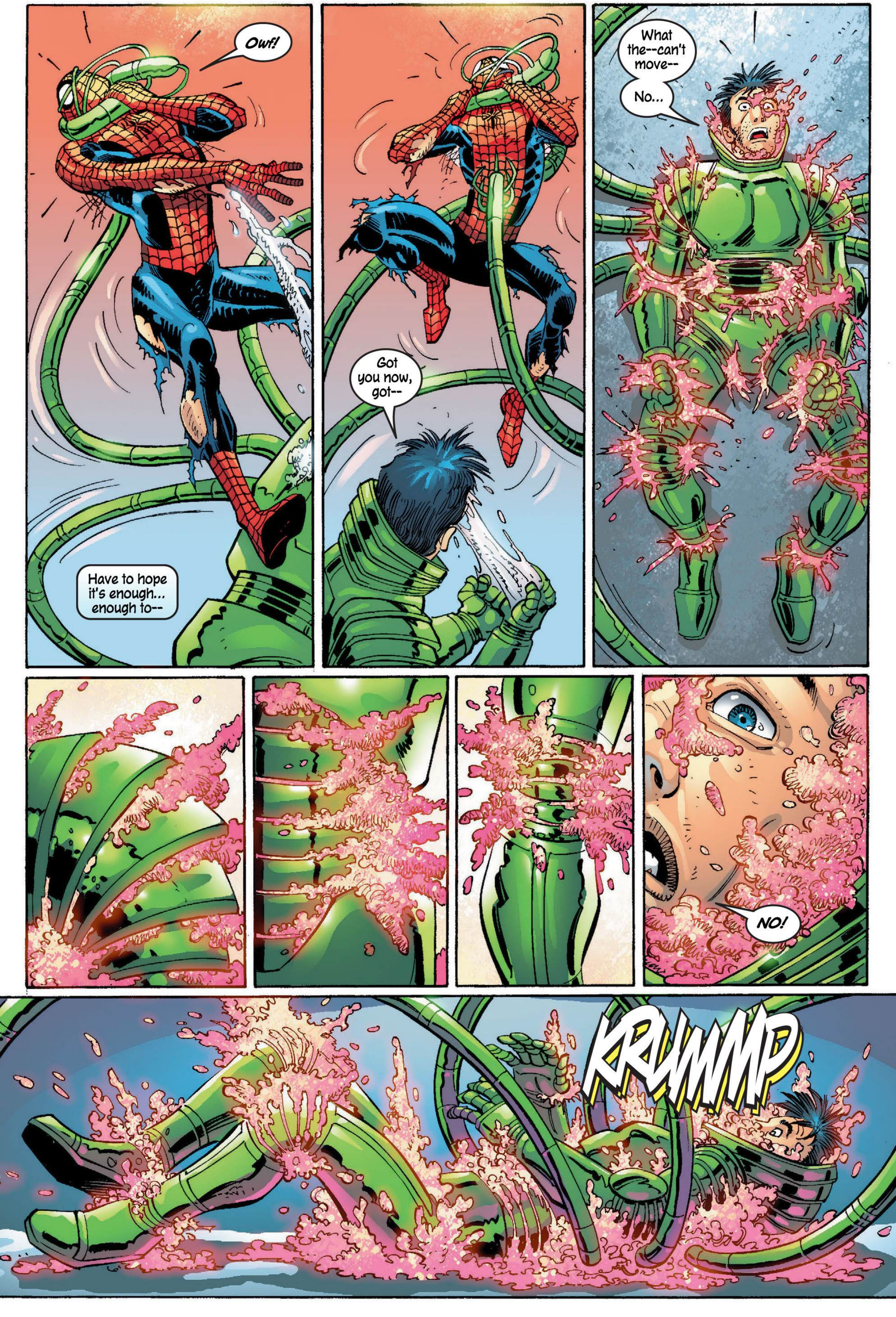

I want *no* distractions! If you think for a *minute* you're going to get away with my technology, you're --
Otto?
May?
Otto...? Otto Octavius?
"Brad! Janet! Doctor Scott!"
You just don't know when to give up, do you?

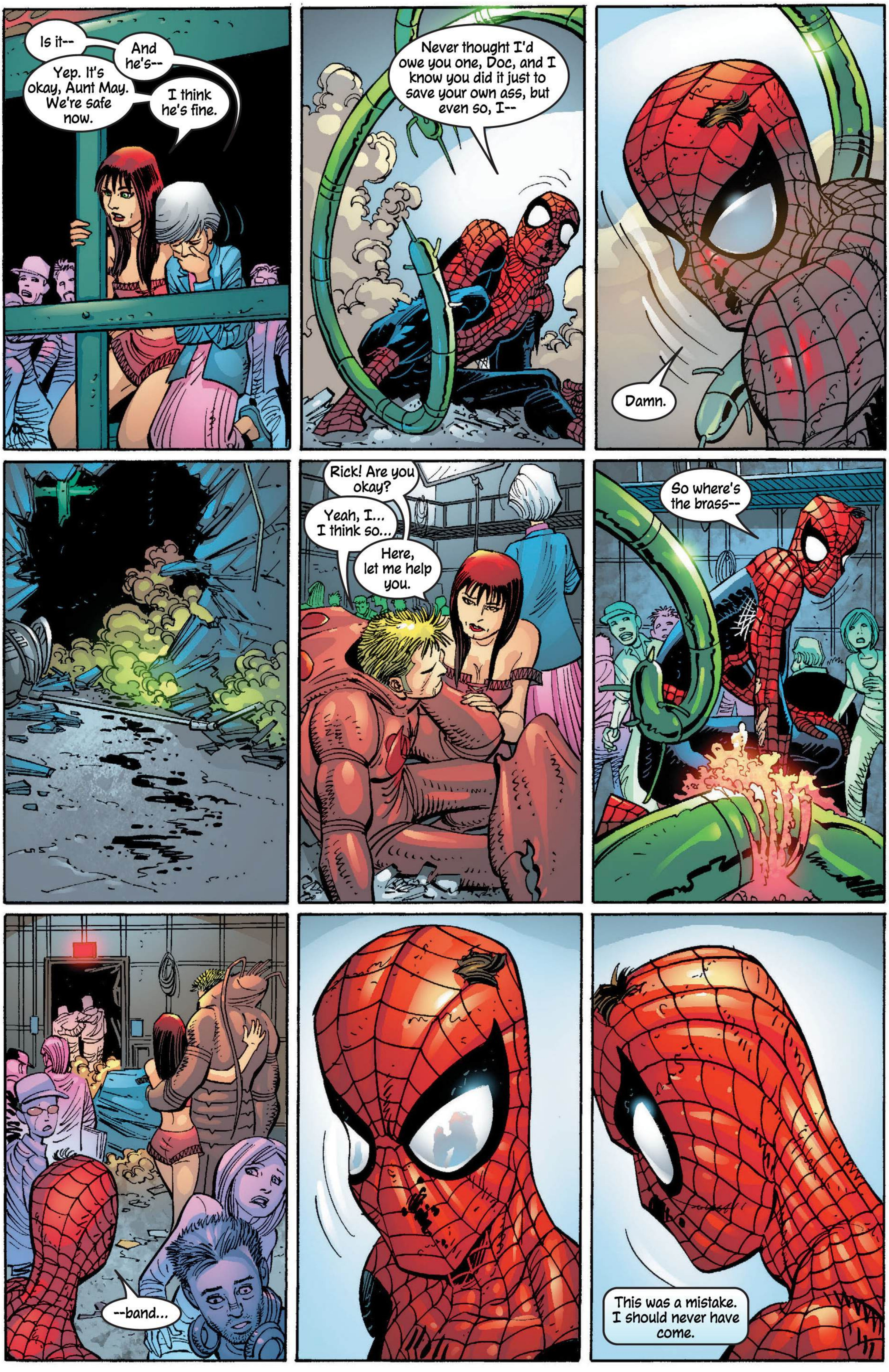

Never!
--ungh!
All right... enough's enough.
Die, old man.
DIE!

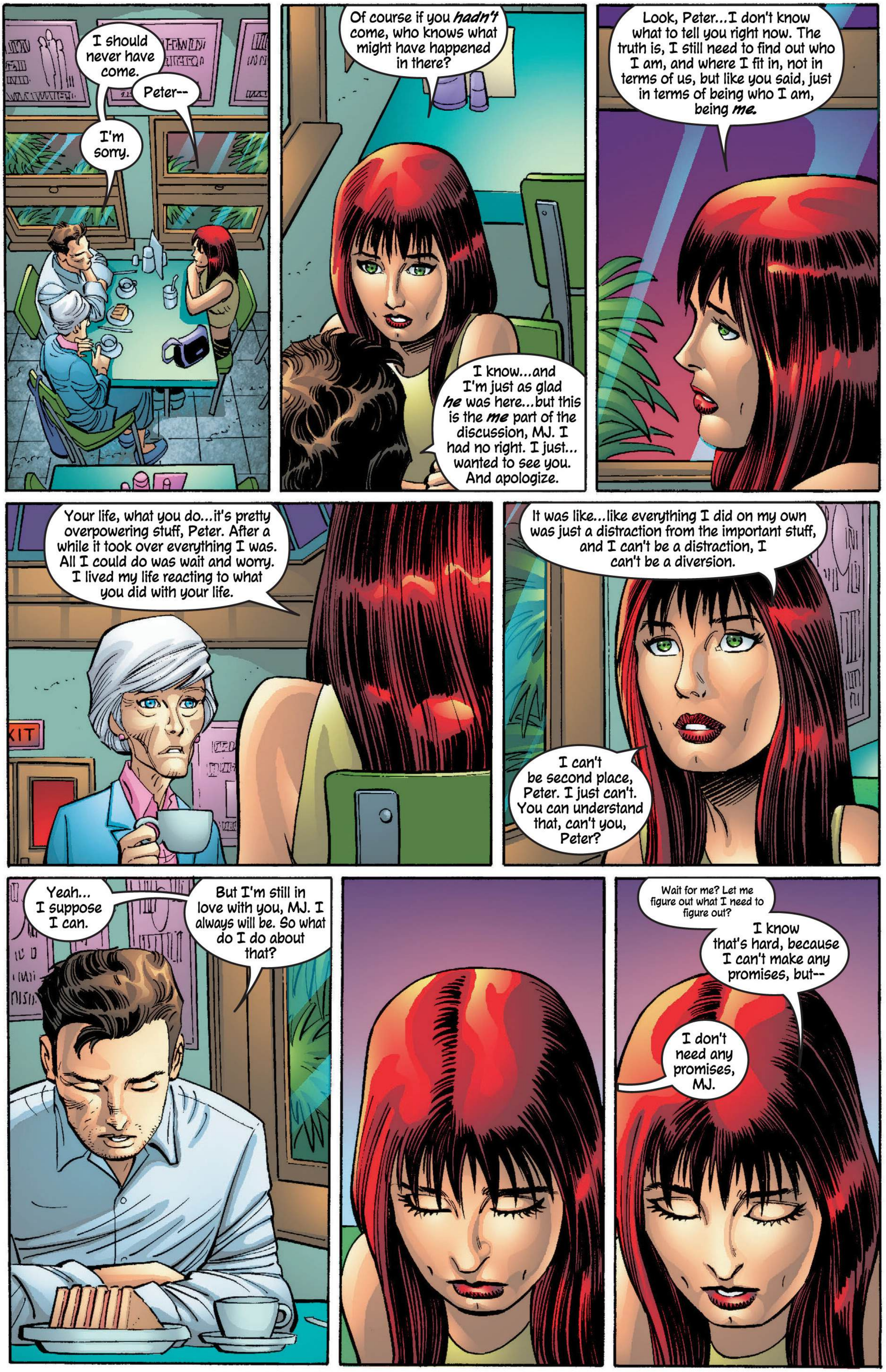

Agh!
You're a fool, Octavius. You should have stayed away. There was room for two of us. But you had to press the issue. And now you have to learn the lesson every stubborn man learns sooner or later.
Whoever has the most advanced technology always wins in the end.
What the --
Thanks for pointing out the obvious.
But it only works if there's nobody else in town more advanced than you are.
Which would include pretty much anybody else shopping at the Sharper Image these days.
Is that--
Yes...But I... think you should stay under here for a while. It's...it's safer.
I catch MJ keeping Aunt May away, where she can't see what shape I'm in, and where she's safe.

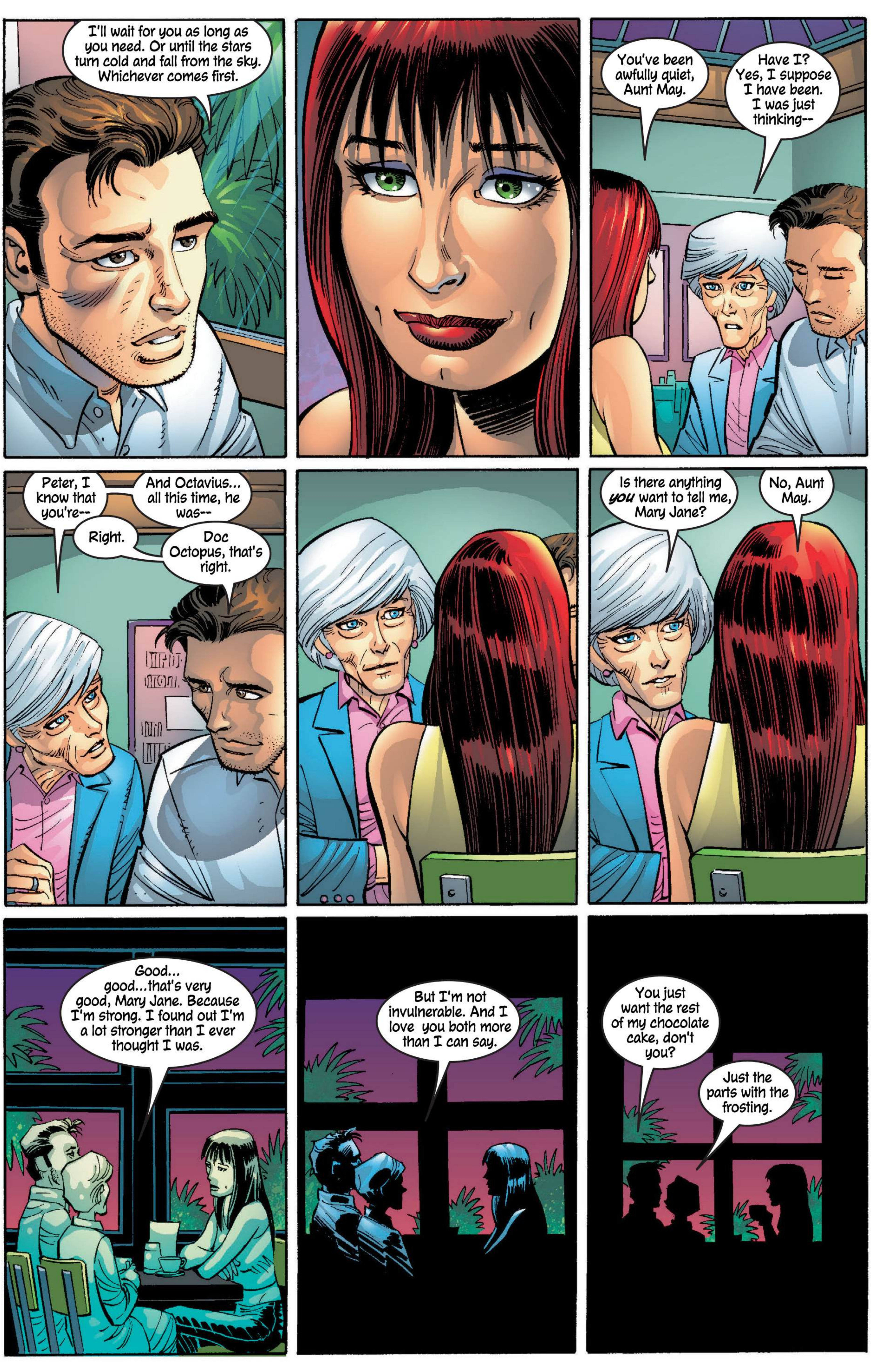

Which is all I need to know.
Just got to hit and run, wear him out. For as strong as that suit is, it's still a normal man inside.
Hit and run and stay clear of those --
--arms--
OOF!
I think he cracked a rib.
Can't let that slow me down... can't.
...his shell...
What?
...I made a small crack... just behind...
...maybe you can still take him out.
You're helping *me?*
No... I'm hurting *him.*

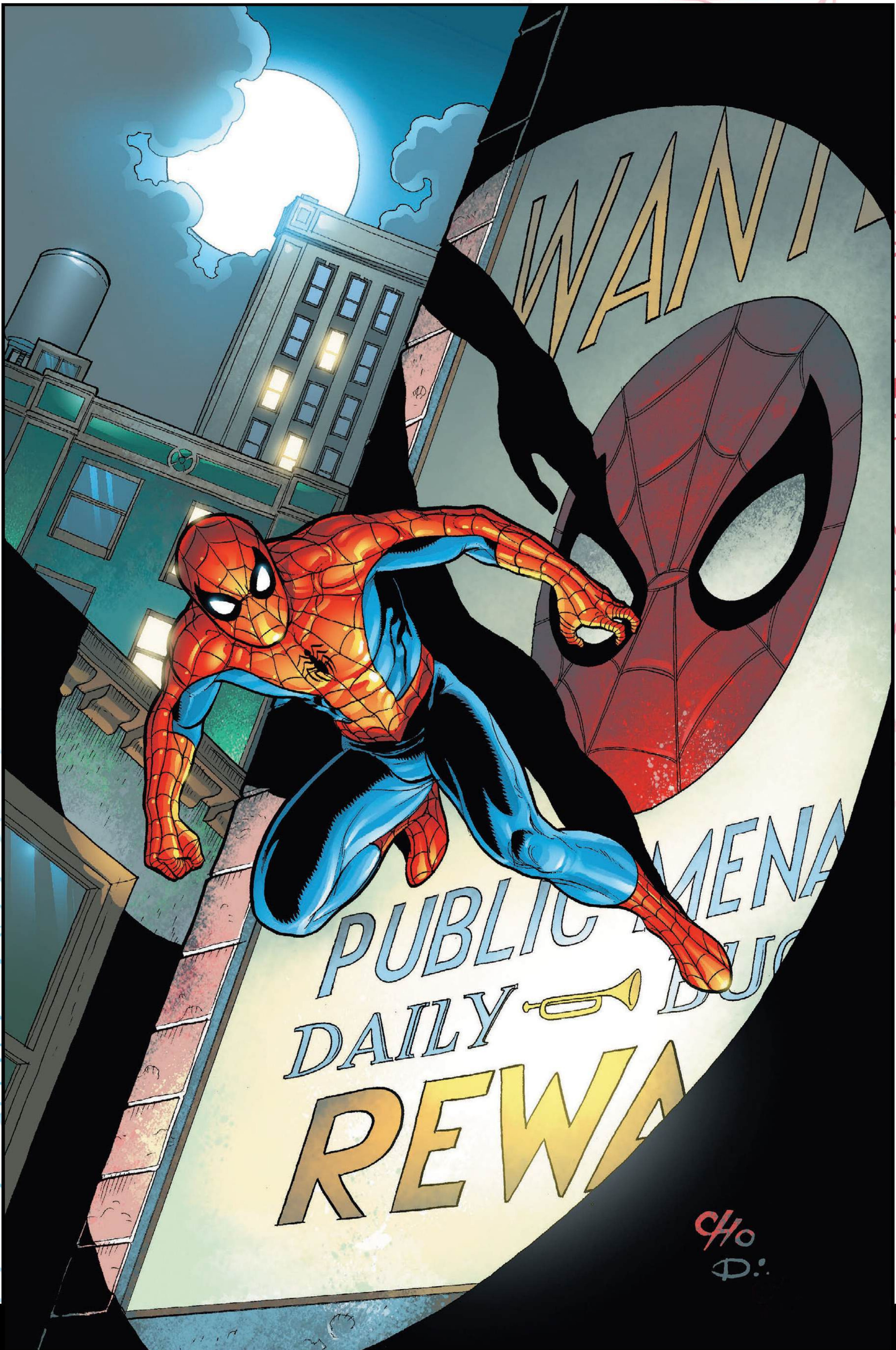

Got to keep moving... if I get close I risk getting snared...those arms can rip me in two if they get a good grip.
Just got to hold on and try to find it.
And pray.
What're you --
I'm trying to decide what to call you. If he's Doctor Octopus, does that make you--
uhhn
Carlyle Calamari?
C'mon, where is it...where *is* it?
...where...
GOT IT!
Room's spinning...no time... no time to try and wrestle it free...just one chance--
PSSSSSHHHH
Just have to try...to gum up the works. Empty the whole thing. Let the webbing expand inside the suit.


Owf!
Have to hope it's enough... enough to--
Got you now, got--
What the--can't move--
No...
NO!
KRUMMP

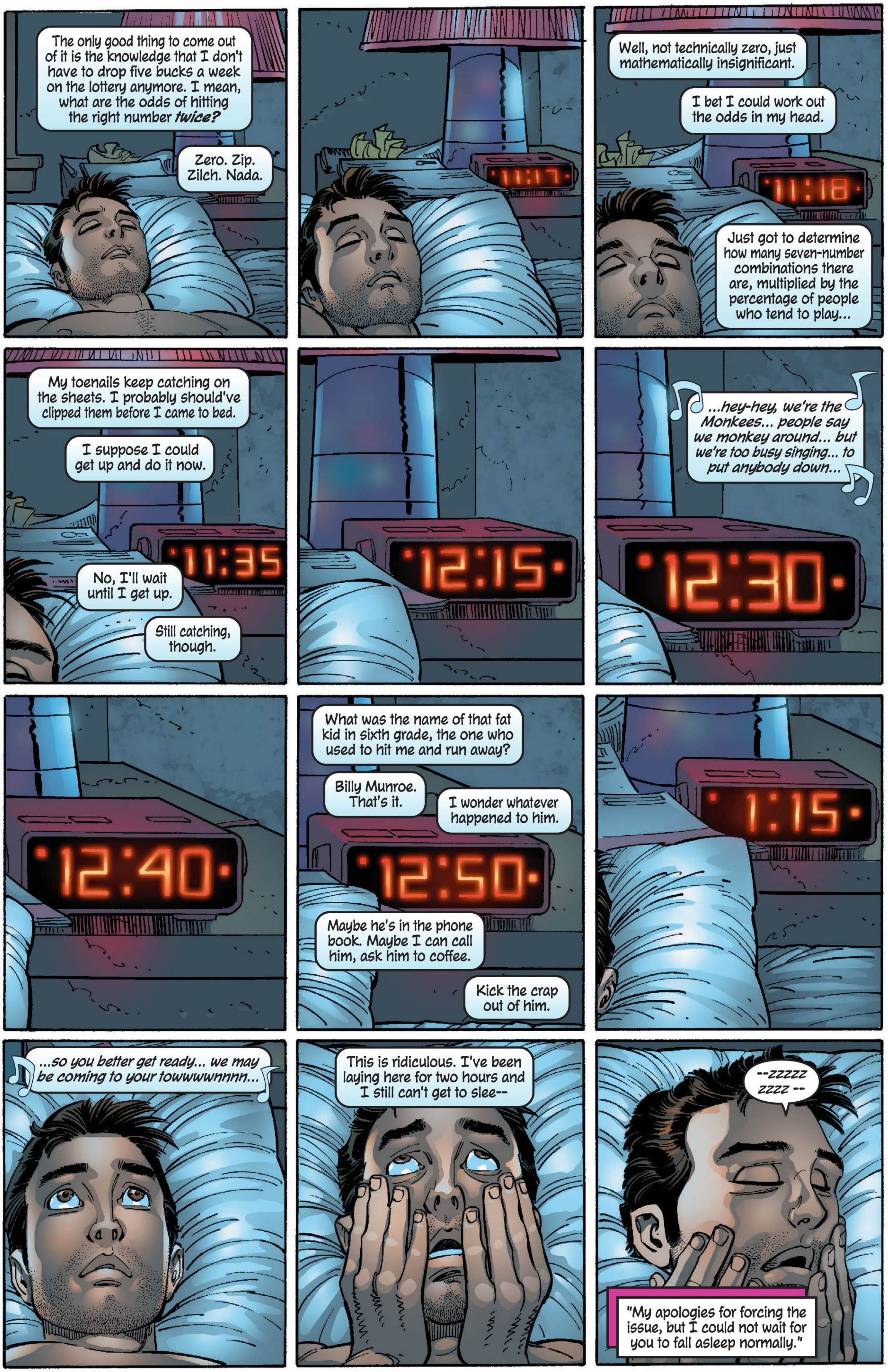

Is it--
And he's--
Yep. It's okay, Aunt May. We're safe now.
I think he's fine.
Never thought I'd owe you one, Doc, and I know you did it just to save your own ass, but even so, I--
Damn.
Rick! Are you okay?
Yeah, I... I think so...
Here, let me help you.
So where's the brass--
--band...
This was a mistake. I should never have come.

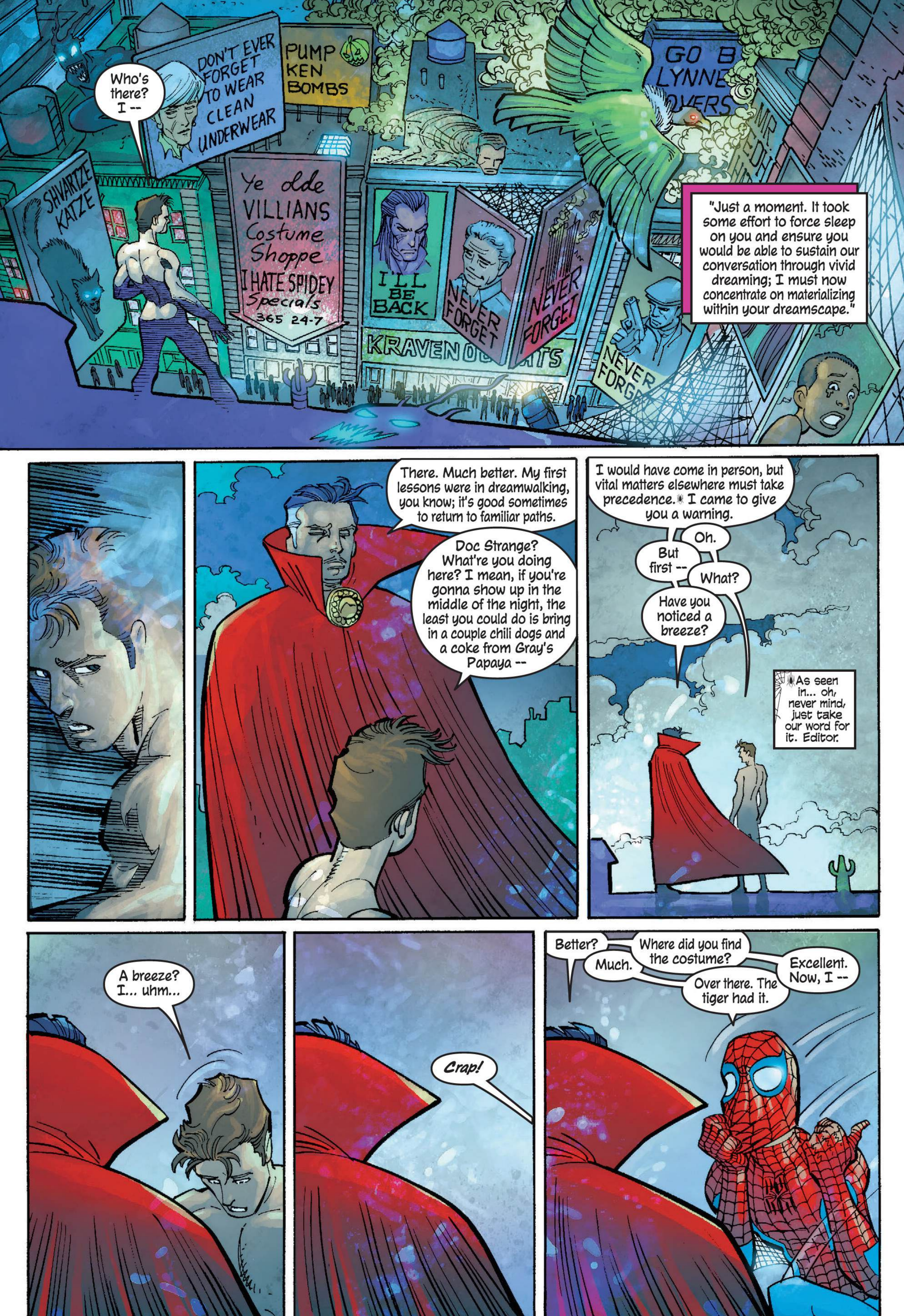

I should never have come.
Peter--
I'm sorry.
Of course if you *hadn't* come, who knows what might have happened in there?
I know...and I'm just as glad *he* was here...but this is the *me* part of the discussion, MJ. I had no right. I just... wanted to see you. And apologize.
Look, Peter...I don't know what to tell you right now. The truth is, I still need to find out who I am, and where I fit in, not in terms of us, but like you said, just in terms of being who I am, being *me.*
Your life, what you do...it's pretty overpowering stuff, Peter. After a while it took over everything I was. All I could do was wait and worry. I lived my life reacting to what you did with your life.
EXIT
It was like...like everything I did on my own was just a distraction from the important stuff, and I can't be a distraction, I can't be a diversion.
I can't be second place, Peter. I just can't. You can understand that, can't you, Peter?
Yeah... I suppose I can.
But I'm still in love with you, MJ. I always will be. So what do I do about that?
Wait for me? Let me figure out what I need to figure out?
I know that's hard, because I can't make any promises, but--
I don't need any promises, MJ.

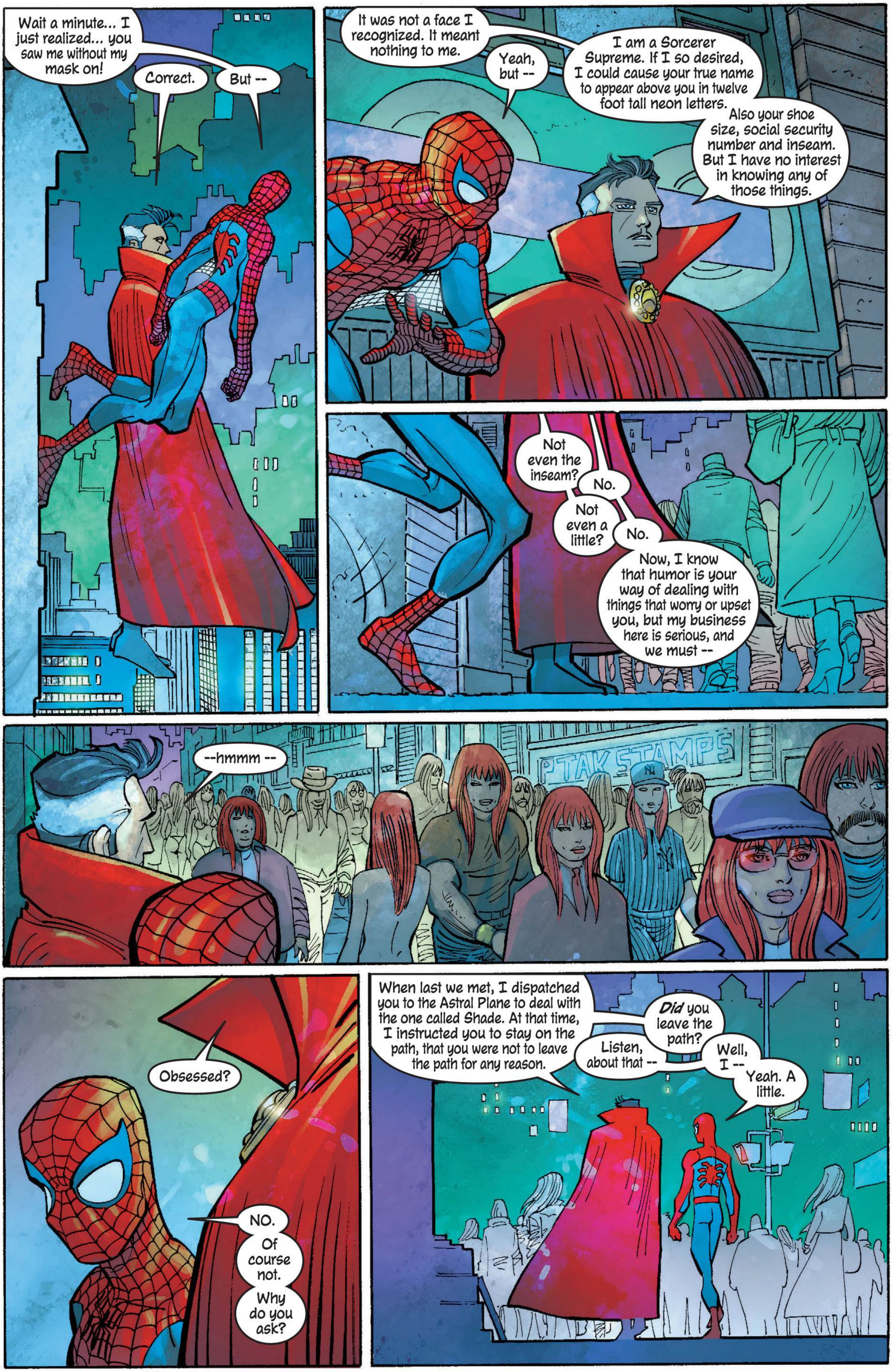

I'll wait for you as long as you need. Or until the stars turn cold and fall from the sky. Whichever comes first.
You've been awfully quiet, Aunt May.
Have I? Yes, I suppose I have been. I was just thinking--
Peter, I know that you're--
Right.
And Octavius... all this time, he was--
Doc Octopus, that's right.
Is there anything *you* want to tell me, Mary Jane?
No, Aunt May.
Good... good...that's very good, Mary Jane. Because I'm strong. I found out I'm a lot stronger than I ever thought I was.
But I'm not invulnerable. And I love you both more than I can say.
You just want the rest of my chocolate cake, don't you?
Just the parts with the frosting.

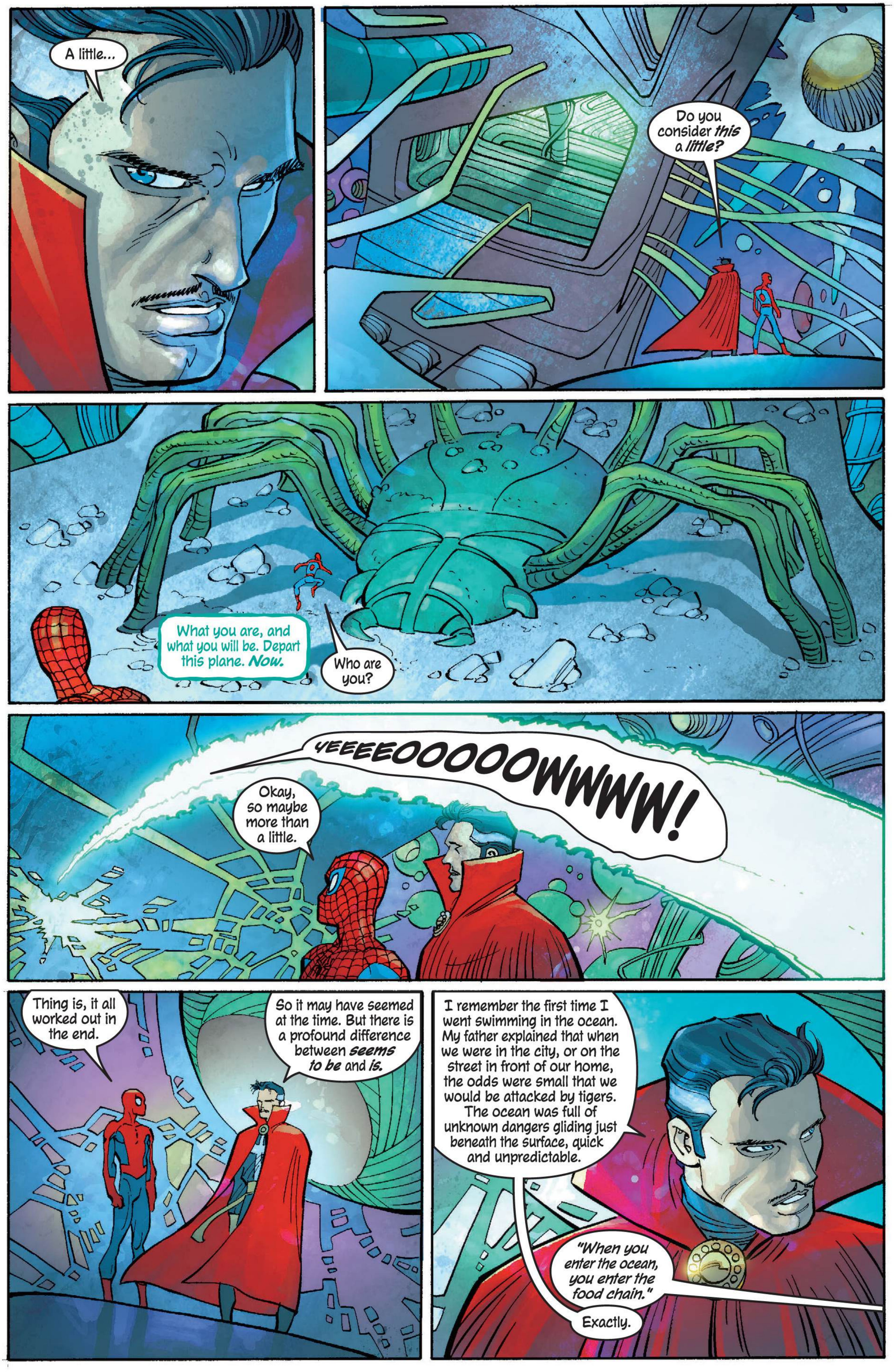

WANT
PUBLIC MENA
DAILY BU
REWA
CHO
D.

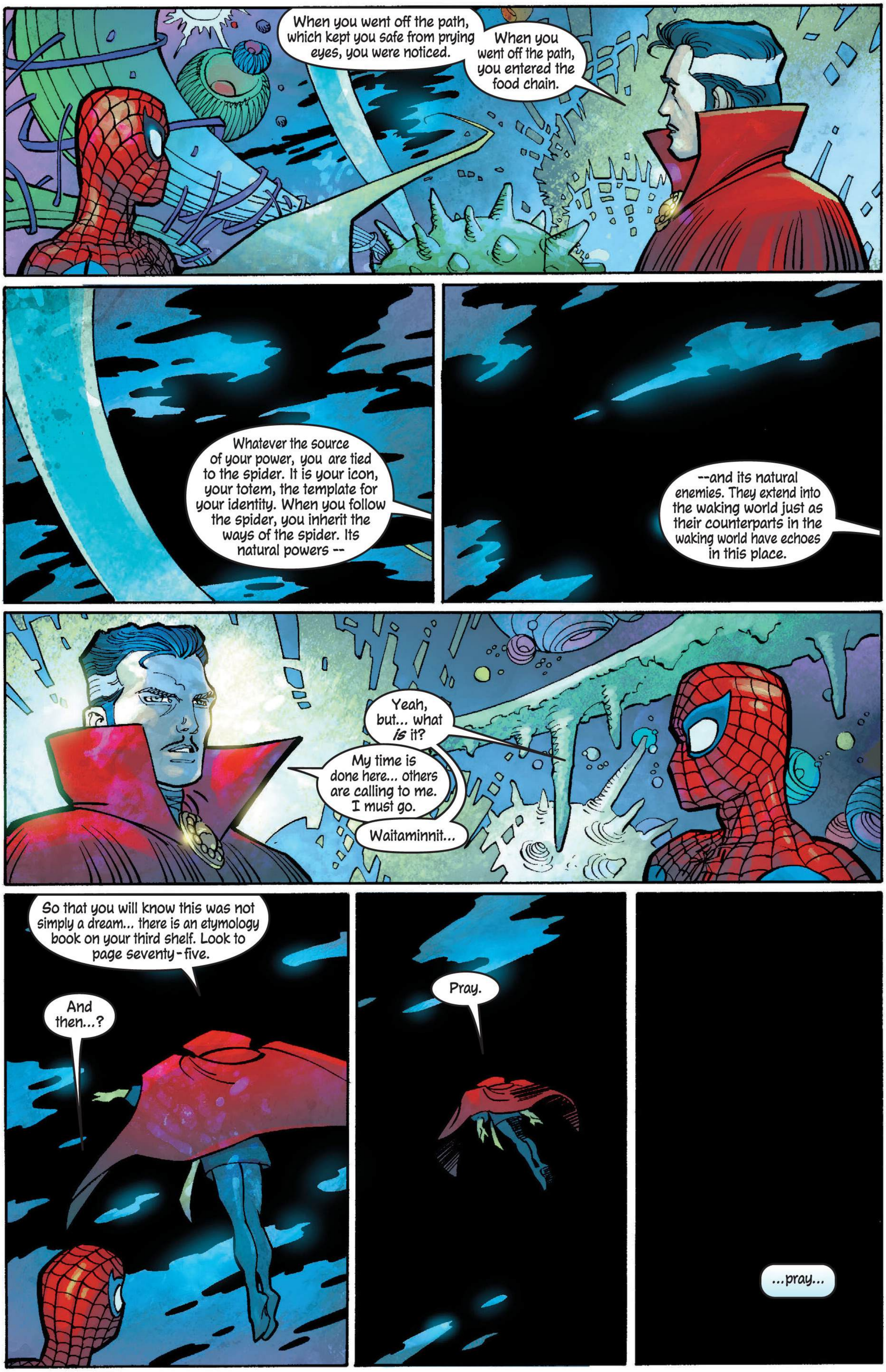
AMAZING SPIDER-MAN #46

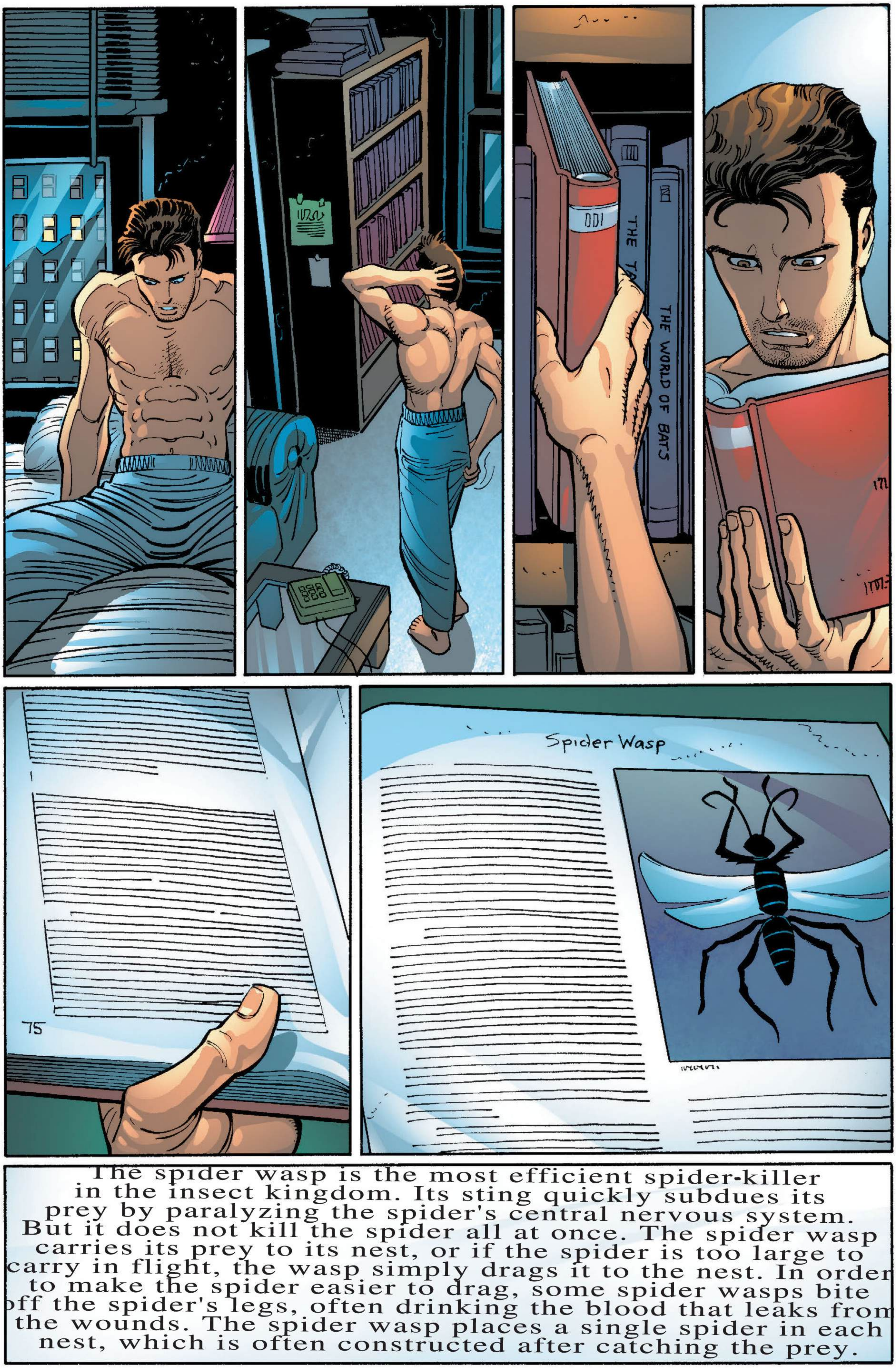

The only good thing to come out of it is the knowledge that I don't have to drop five bucks a week on the lottery anymore. I mean, what are the odds of hitting the right number *twice?*
Zero. Zip. Zilch. Nada.
11:17
Well, not technically zero, just mathematically insignificant.
I bet I could work out the odds in my head.
11:18
Just got to determine how many seven-number combinations there are, multiplied by the percentage of people who tend to play...
My toenails keep catching on the sheets. I probably should've clipped them before I came to bed.
I suppose I could get up and do it now.
11:35
No, I'll wait until I get up.
Still catching, though.
12:15
♪ *...hey-hey, we're the Monkees... people say we monkey around... but we're too busy singing... to put anybody down...* ♪
12:30
12:40
What was the name of that fat kid in sixth grade, the one who used to hit me and run away?
Billy Munroe. That's it.
I wonder whatever happened to him.
12:50
Maybe he's in the phone book. Maybe I can call him, ask him to coffee.
Kick the crap out of him.
1:15
♪ *...so you better get ready... we may be coming to your towwwwnnnn...* ♪
This is ridiculous. I've been laying here for two hours and I still can't get to slee--
--zzzzz zzzz --
"My apologies for forcing the issue, but I could not wait for you to fall asleep normally."

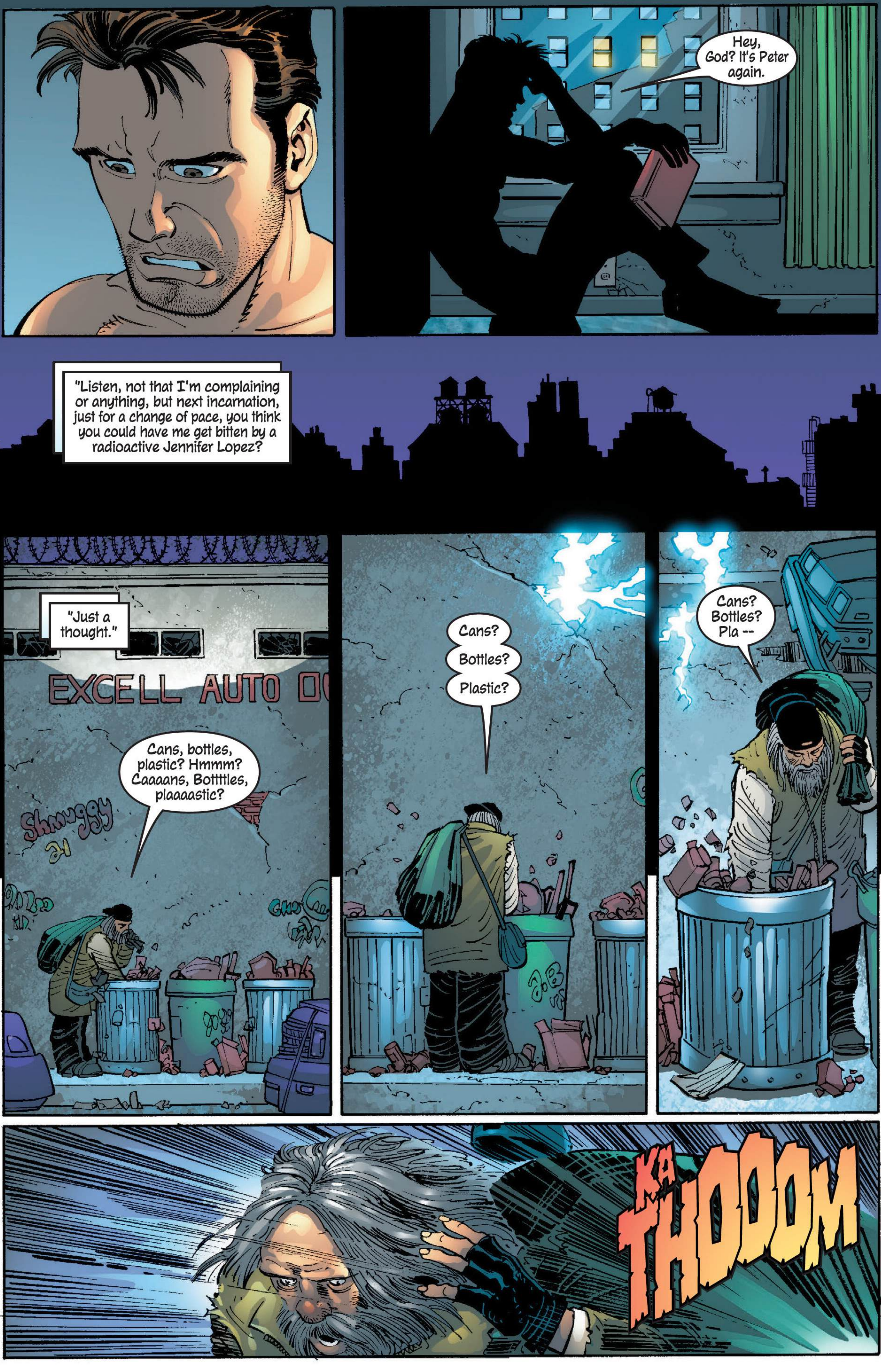

Who's there? I --
DON'T EVER FORGET TO WEAR CLEAN UNDERWEAR
PUMP KEN BOMBS
GO B LYNNE OVERS
SHVARTZE KATZE
Ye olde VILLIANS Costume Shoppe I HATE SPIDEY Specials 365 24-7
I'LL BE BACK
NEVER FORGET
NEVER FORGET
KRAVEN O ATS
NEVER FORG
"Just a moment. It took some effort to force sleep on you and ensure you would be able to sustain our conversation through vivid dreaming; I must now concentrate on materializing within your dreamscape."
There. Much better. My first lessons were in dreamwalking, you know; it's good sometimes to return to familiar paths.
Doc Strange? What're you doing here? I mean, if you're gonna show up in the middle of the night, the least you could do is bring in a couple chili dogs and a coke from Gray's Papaya --
I would have come in person, but vital matters elsewhere must take precedence. I came to give you a warning.
Oh.
But first --
What?
Have you noticed a breeze?
As seen in... oh, never mind, just take our word for it. Editor.
A breeze? I... uhm...
Crap!
Better?
Much.
Where did you find the costume?
Over there. The tiger had it.
Excellent. Now, I --

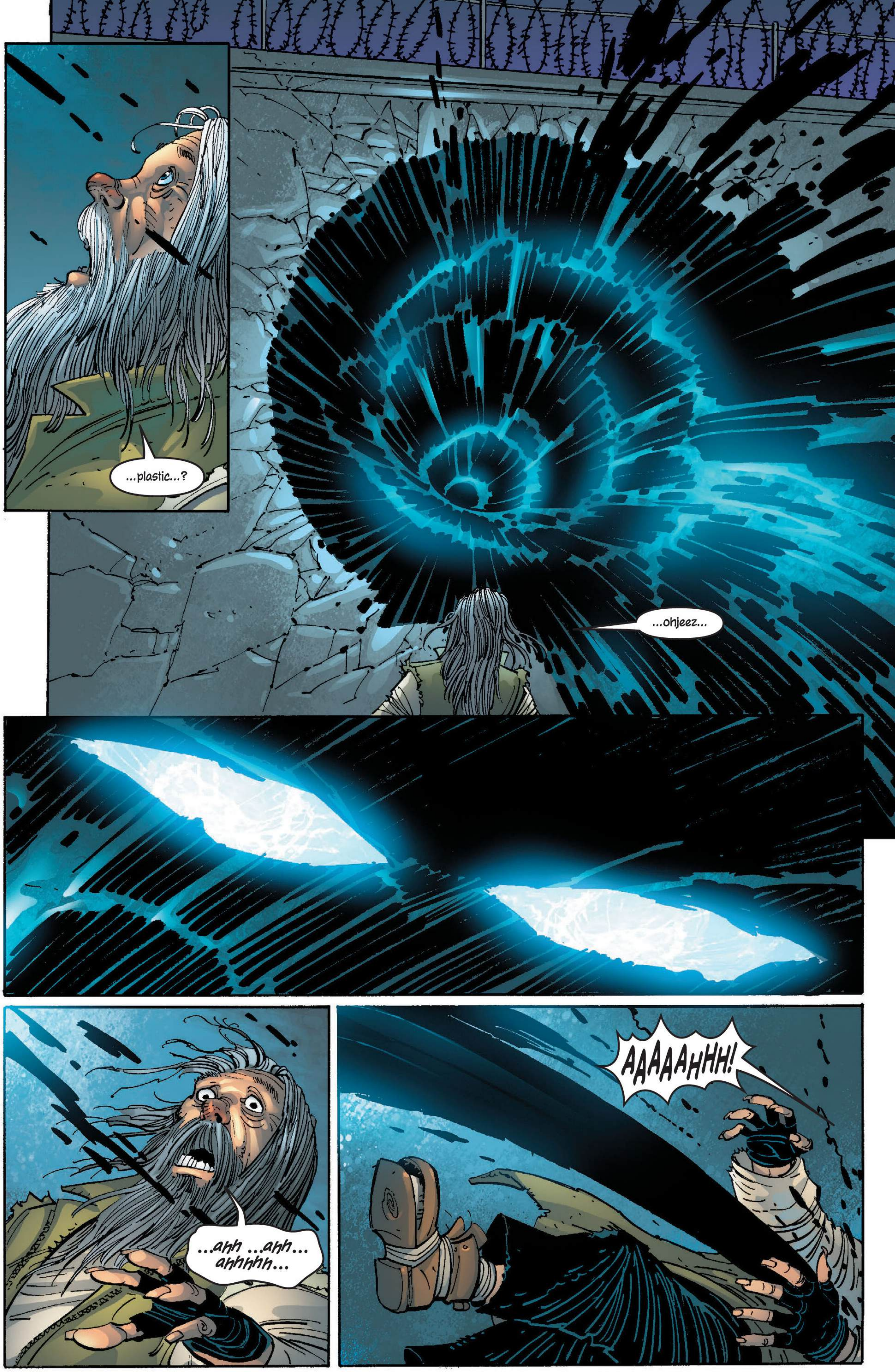

Wait a minute... I just realized... you saw me without my mask on!
Correct.
But --
It was not a face I recognized. It meant nothing to me.
Yeah, but --
I am a Sorcerer Supreme. If I so desired, I could cause your true name to appear above you in twelve foot tall neon letters.
Also your shoe size, social security number and inseam. But I have no interest in knowing any of those things.
Not even the inseam?
No.
Not even a little?
No.
Now, I know that humor is your way of dealing with things that worry or upset you, but my business here is serious, and we must --
--hmmm --
PTAK STAMPS
Obsessed?
NO.
Of course not.
Why do you ask?
When last we met, I dispatched you to the Astral Plane to deal with the one called Shade. At that time, I instructed you to stay on the path, that you were not to leave the path for any reason.
Listen, about that --
Did you leave the path?
Well, I --
Yeah. A little.

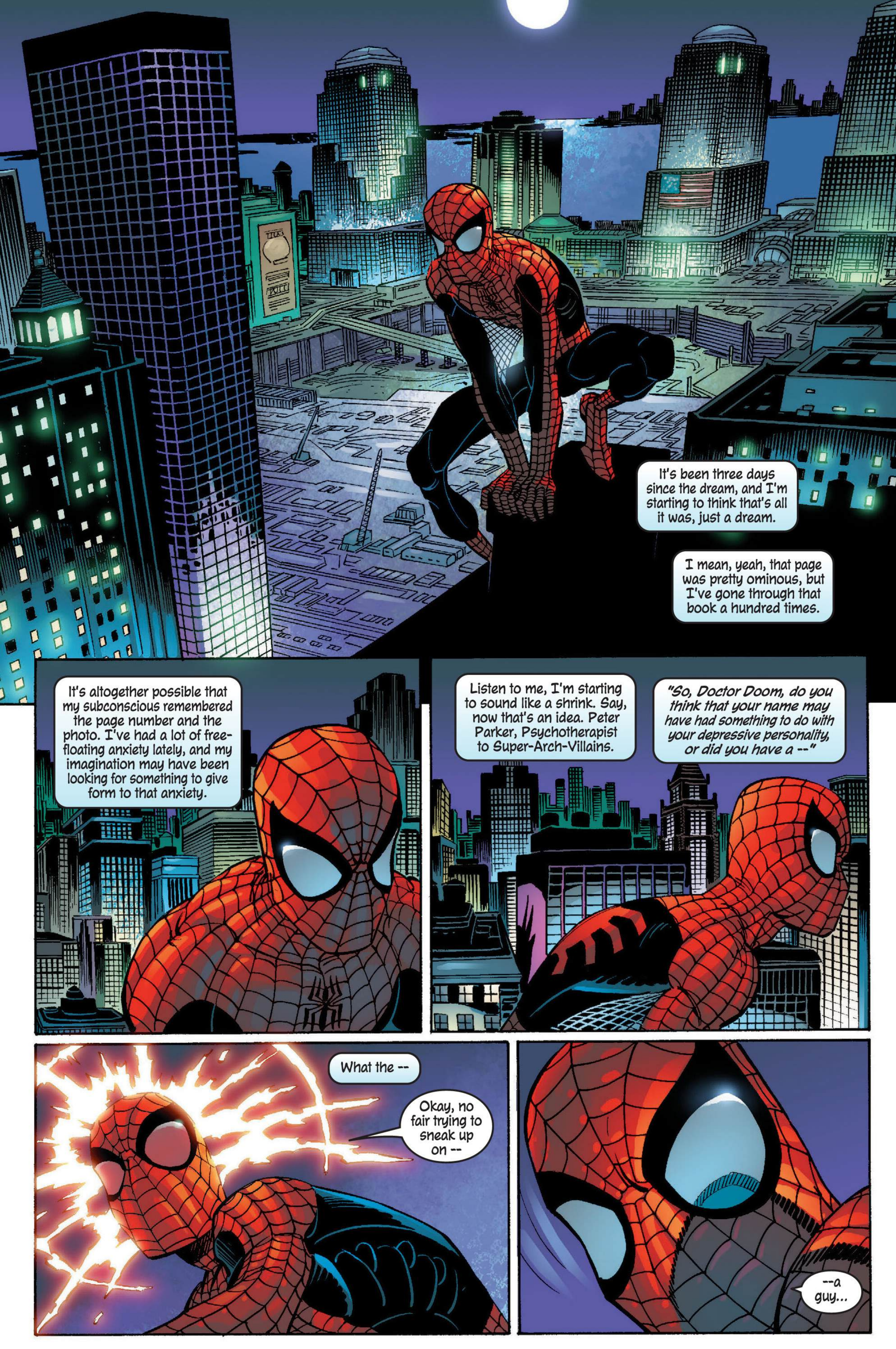

A little...
Do you consider *this* a *little?*
What you are, and what you will be. Depart this plane. ***Now.***
Who are you?
YEEEEOOOOOWWWW!
Okay, so maybe more than a little.
Thing is, it all worked out in the end.
So it may have seemed at the time. But there is a profound difference between ***seems to be*** and ***is.***
I remember the first time I went swimming in the ocean. My father explained that when we were in the city, or on the street in front of our home, the odds were small that we would be attacked by tigers. The ocean was full of unknown dangers gliding just beneath the surface, quick and unpredictable.
"When you enter the ocean, you enter the food chain."
Exactly.

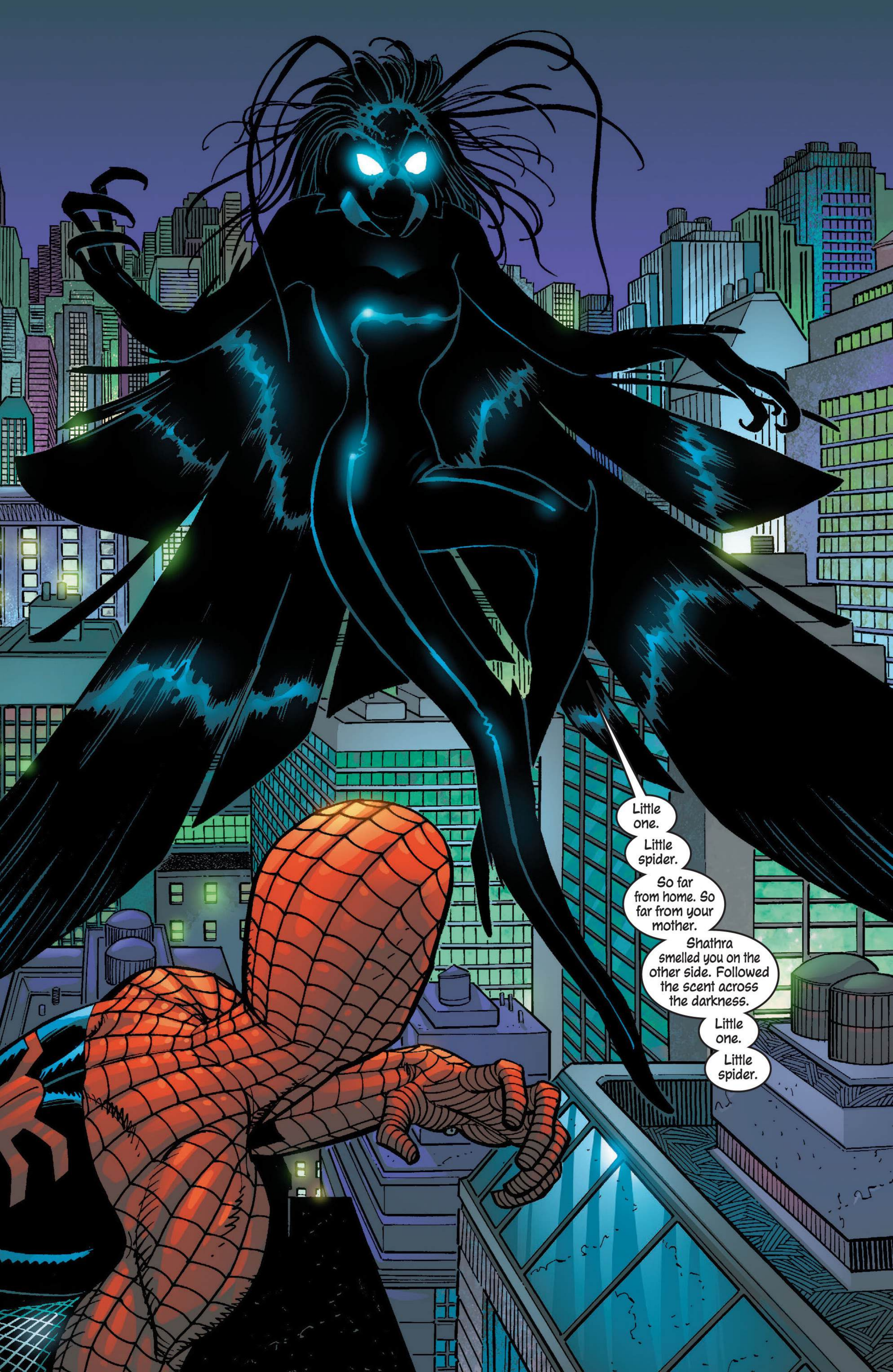

When you went off the path, which kept you safe from prying eyes, you were noticed.
When you went off the path, you entered the food chain.
Whatever the source of your power, you are tied to the spider. It is your icon, your totem, the template for your identity. When you follow the spider, you inherit the ways of the spider. Its natural powers --
--and its natural enemies. They extend into the waking world just as their counterparts in the waking world have echoes in this place.
Yeah, but... what *is* it?
My time is done here... others are calling to me. I must go.
Waitaminnit...
So that you will know this was not simply a dream... there is an etymology book on your third shelf. Look to page seventy-five.
And then...?
Pray.
...pray...

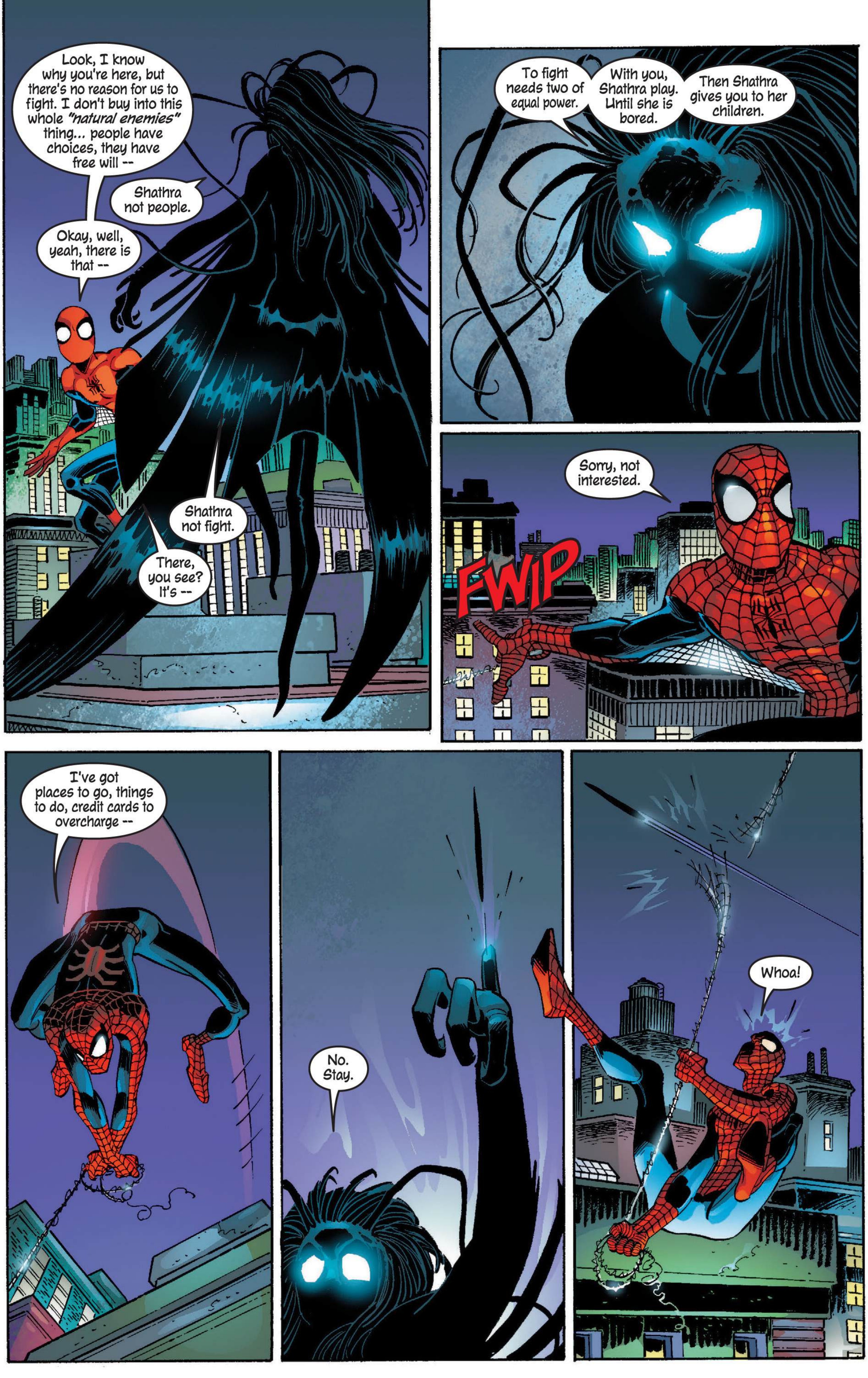

ODI
THE TA
THE WORLD OF BATS
75
Spider Wasp
The spider wasp is the most efficient spider-killer in the insect kingdom. Its sting quickly subdues its prey by paralyzing the spider's central nervous system. But it does not kill the spider all at once. The spider wasp carries its prey to its nest, or if the spider is too large to carry in flight, the wasp simply drags it to the nest. In order to make the spider easier to drag, some spider wasps bite off the spider's legs, often drinking the blood that leaks from the wounds. The spider wasp places a single spider in each nest, which is often constructed after catching the prey.

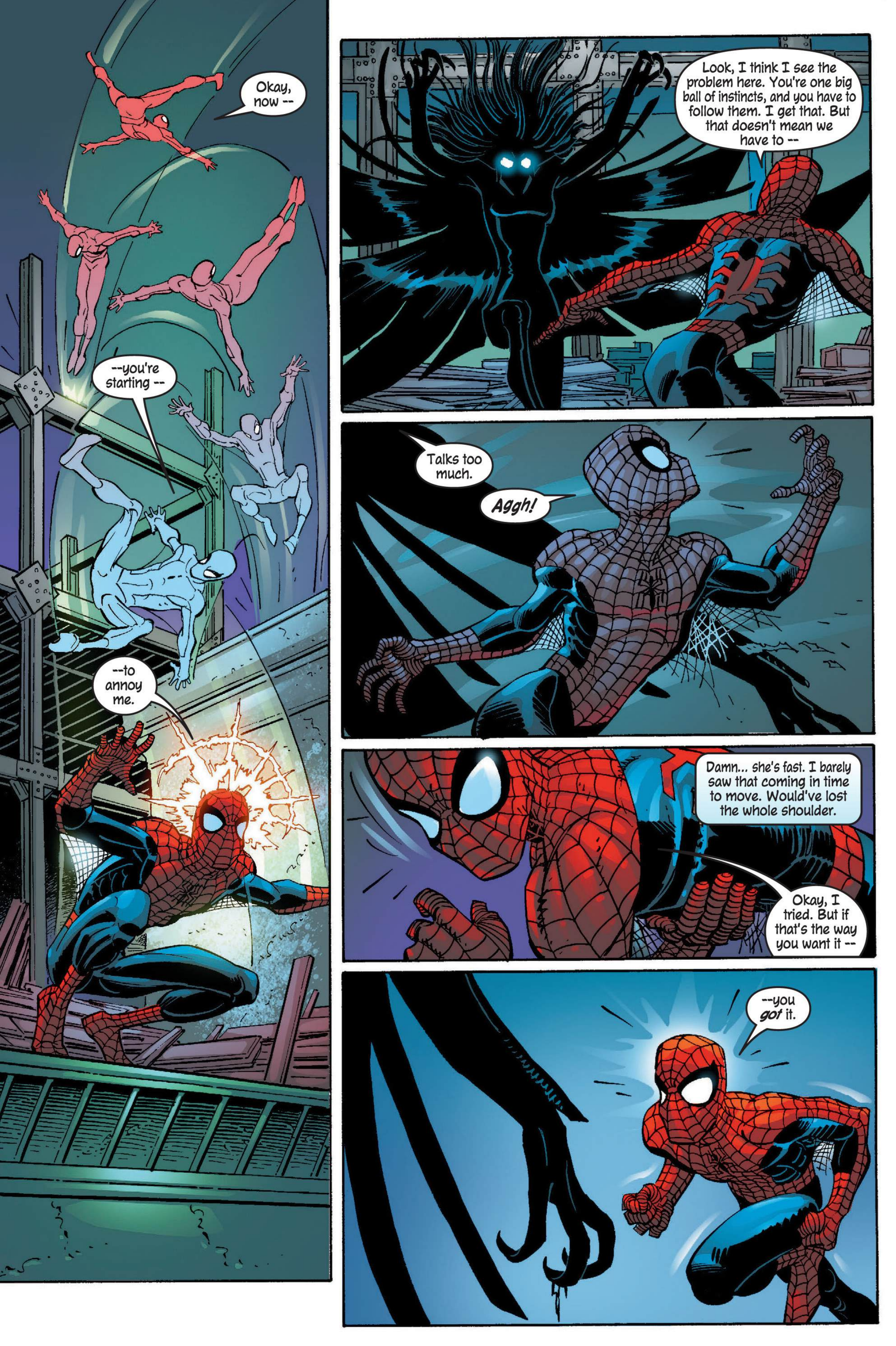

Hey, God? It's Peter again.
"Listen, not that I'm complaining or anything, but next incarnation, just for a change of pace, you think you could have me get bitten by a radioactive Jennifer Lopez?
"Just a thought."
EXCELL AUTO
Cans, bottles, plastic? Hmmm? Caaaans, Botttles, plaaaastic?
Shmuggy
Cans?
Bottles?
Plastic?
Cans? Bottles? Pla --
KA THOOOM

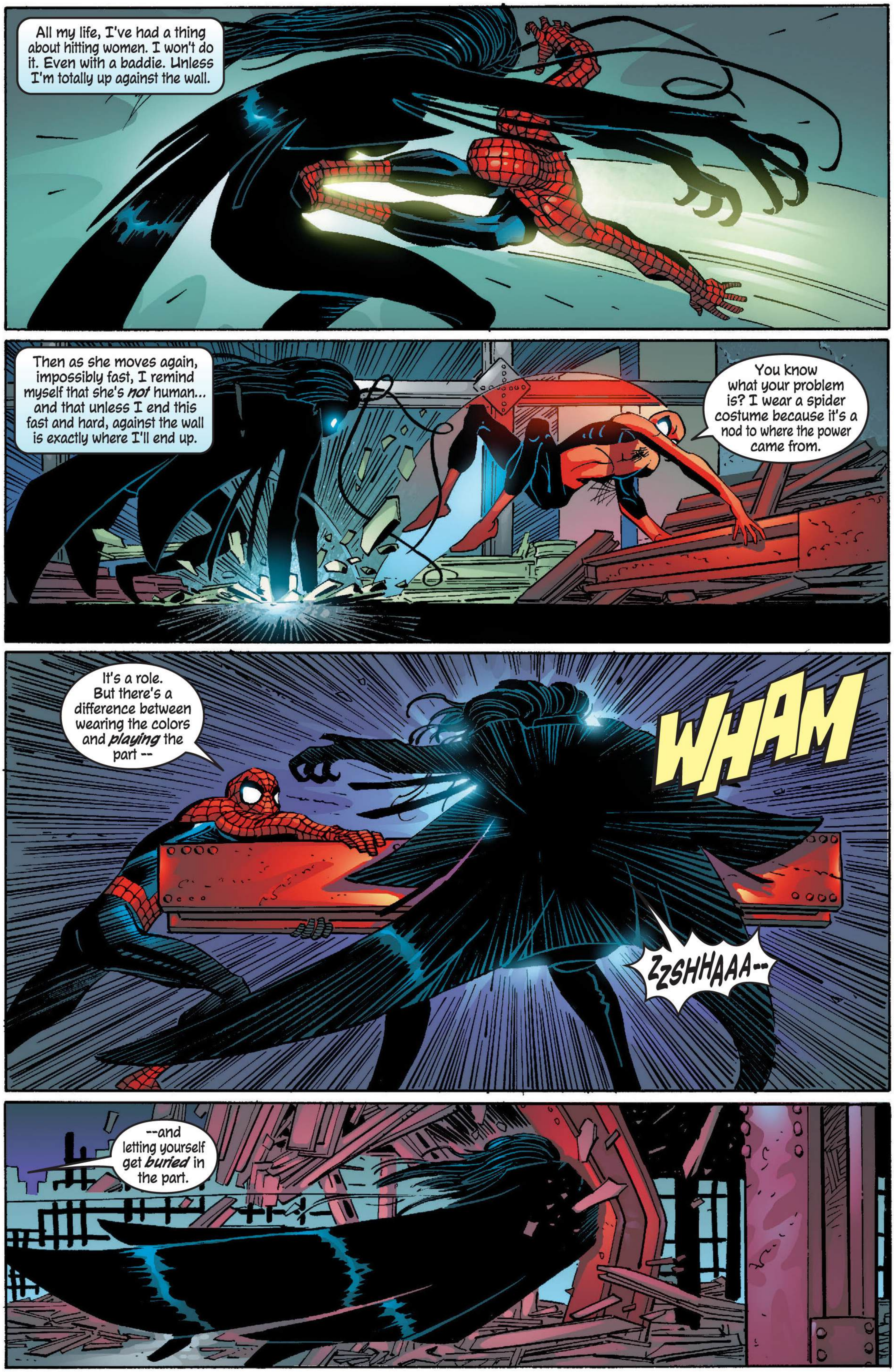

...plastic...?
...ohjeez...
...ahh ...ahh... ahhhhh...
AAAAAHHH!

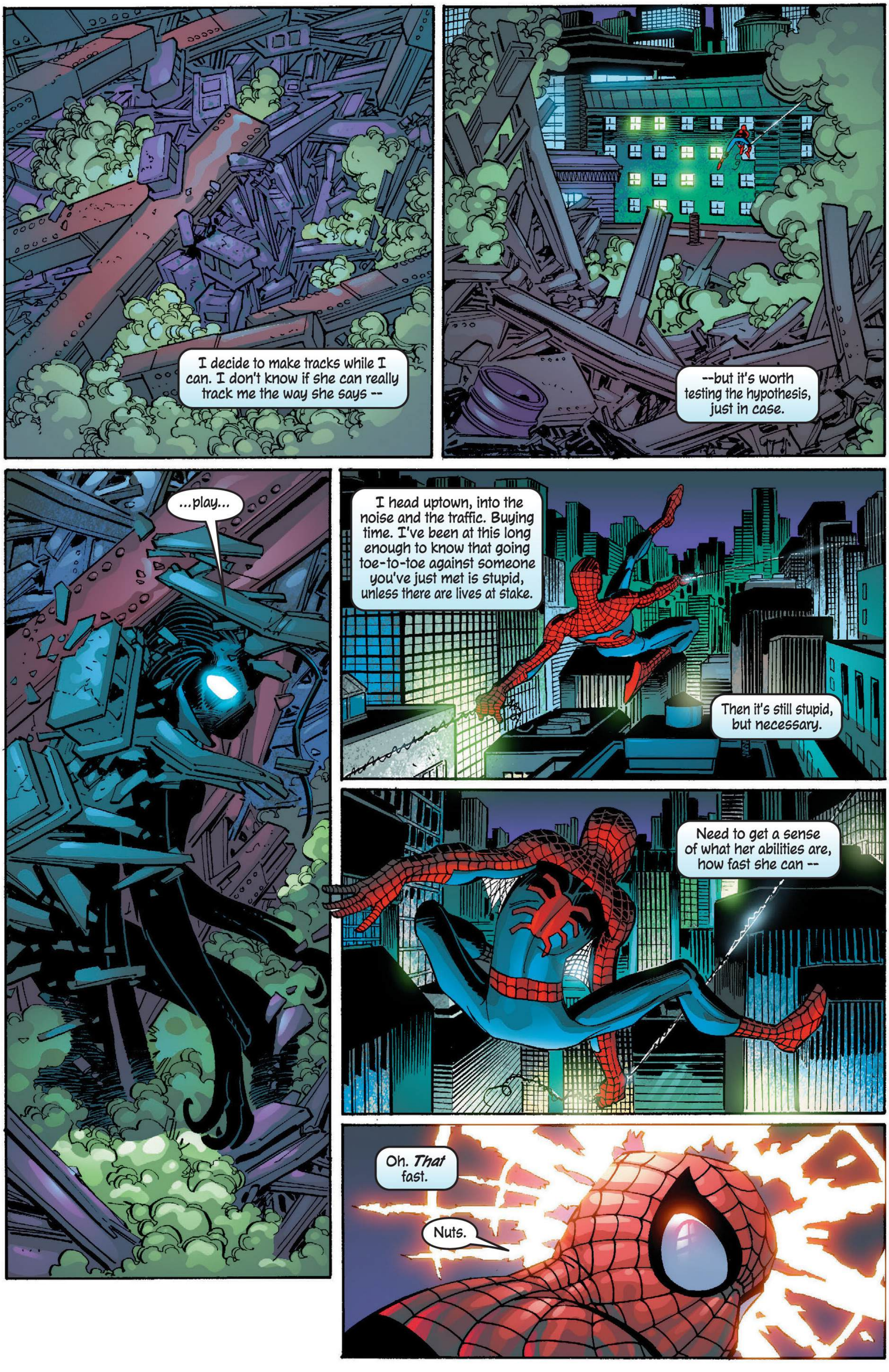

It's been three days since the dream, and I'm starting to think that's all it was, just a dream.
I mean, yeah, that page was pretty ominous, but I've gone through that book a hundred times.
It's altogether possible that my subconscious remembered the page number and the photo. I've had a lot of free-floating anxiety lately, and my imagination may have been looking for something to give form to that anxiety.
Listen to me, I'm starting to sound like a shrink. Say, now that's an idea. Peter Parker, Psychotherapist to Super-Arch-Villains.
"So, Doctor Doom, do you think that your name may have had something to do with your depressive personality, or did you have a --"
What the --
Okay, no fair trying to sneak up on --
--a guy...

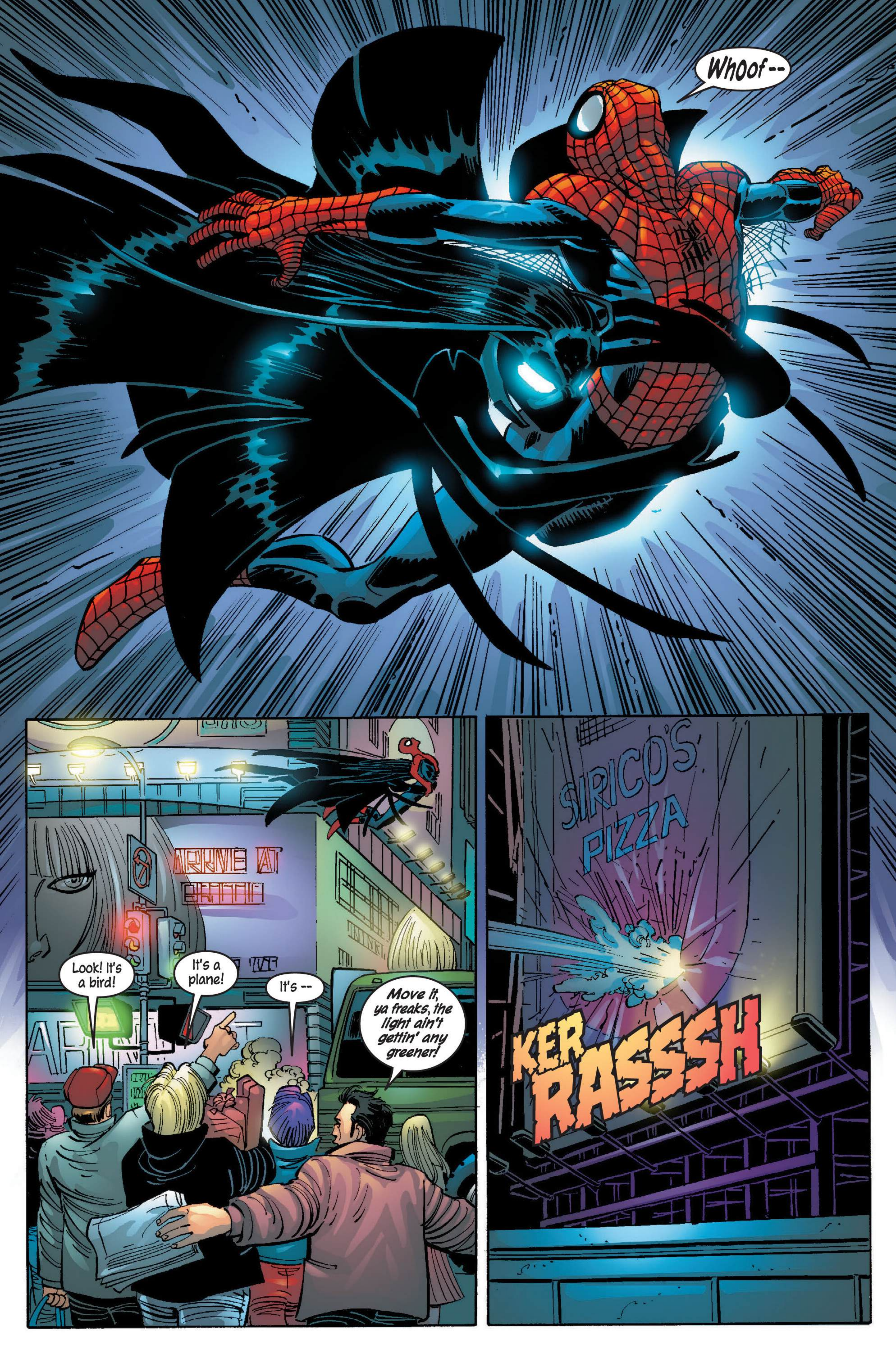

Little one.
Little spider.
So far from home. So far from your mother.
Shathra smelled you on the other side. Followed the scent across the darkness.
Little one.
Little spider.

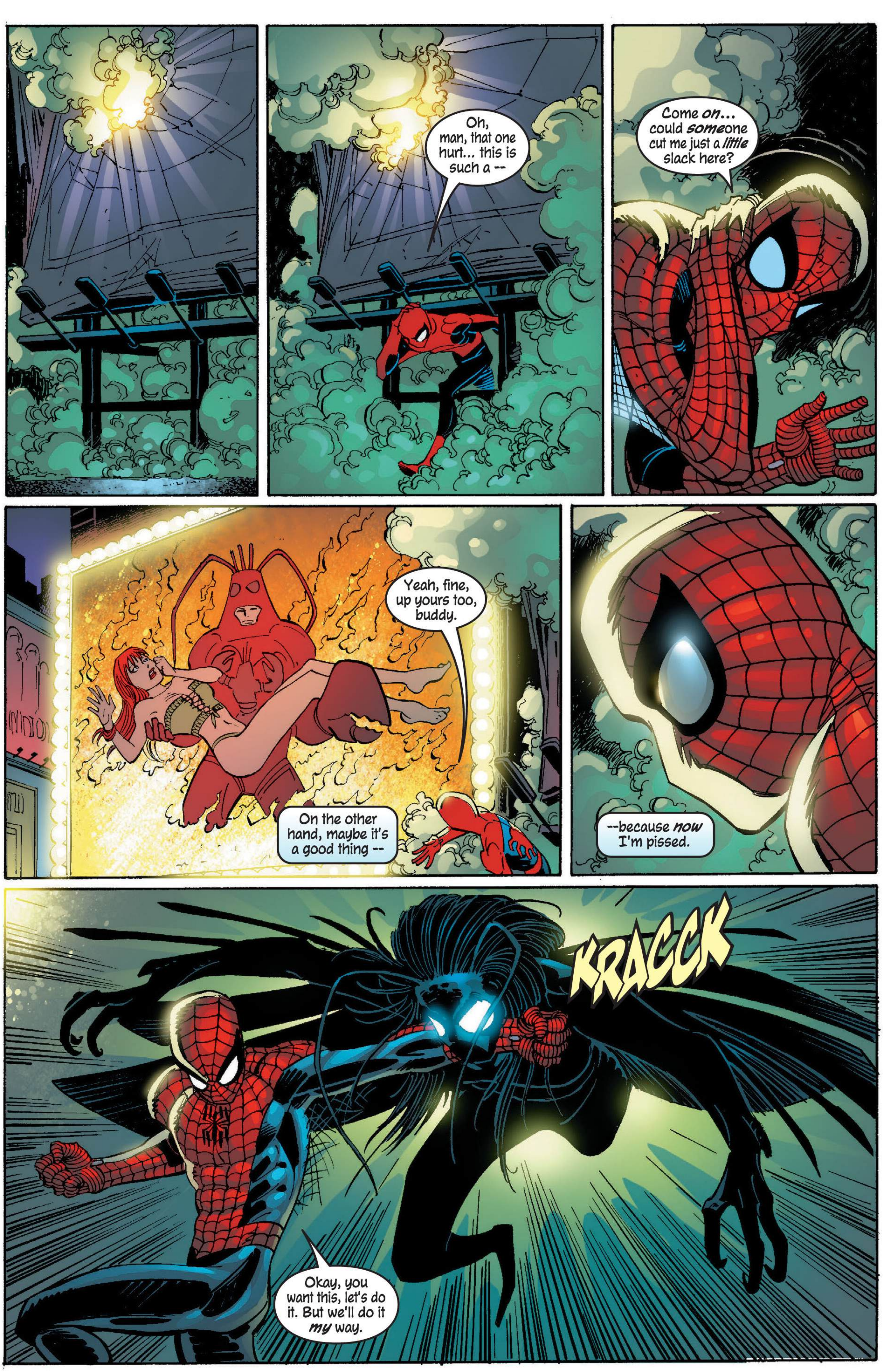

Look, I know why you're here, but there's no reason for us to fight. I don't buy into this whole *"natural enemies"* thing... people have choices, they have free will --
Shathra not people.
Okay, well, yeah, there is that --
Shathra not fight.
There, you see? It's --
To fight needs two of equal power.
With you, Shathra play. Until she is bored.
Then Shathra gives you to her children.
Sorry, not interested.
FWIP
I've got places to go, things to do, credit cards to overcharge --
No. Stay.
Whoa!

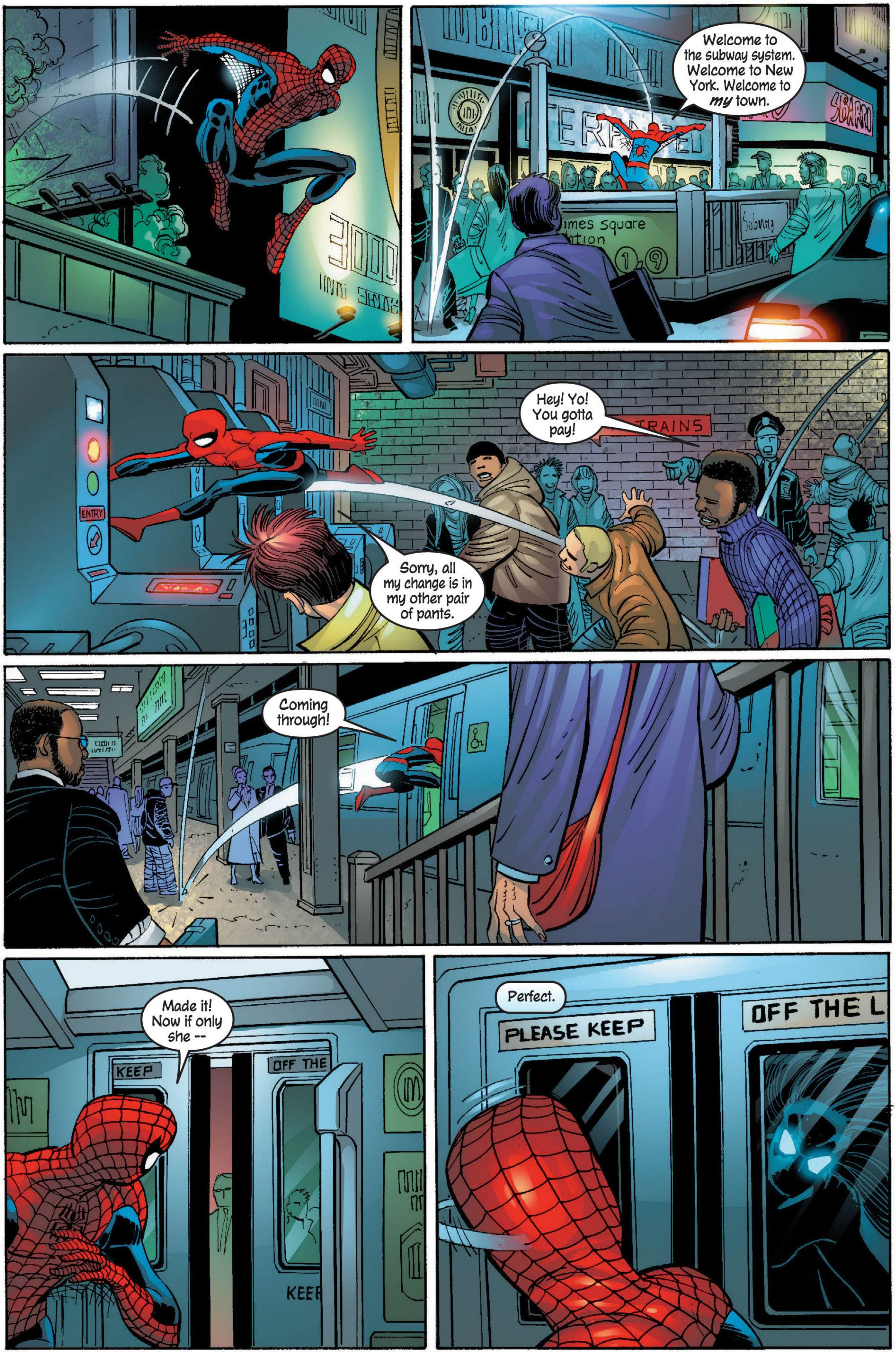

Okay, now --
--you're starting --
--to annoy me.
Look, I think I see the problem here. You're one big ball of instincts, and you have to follow them. I get that. But that doesn't mean we have to --
Talks too much.
Aggh!
Damn... she's fast. I barely saw that coming in time to move. Would've lost the whole shoulder.
Okay, I tried. But if that's the way you want it --
--you *got* it.

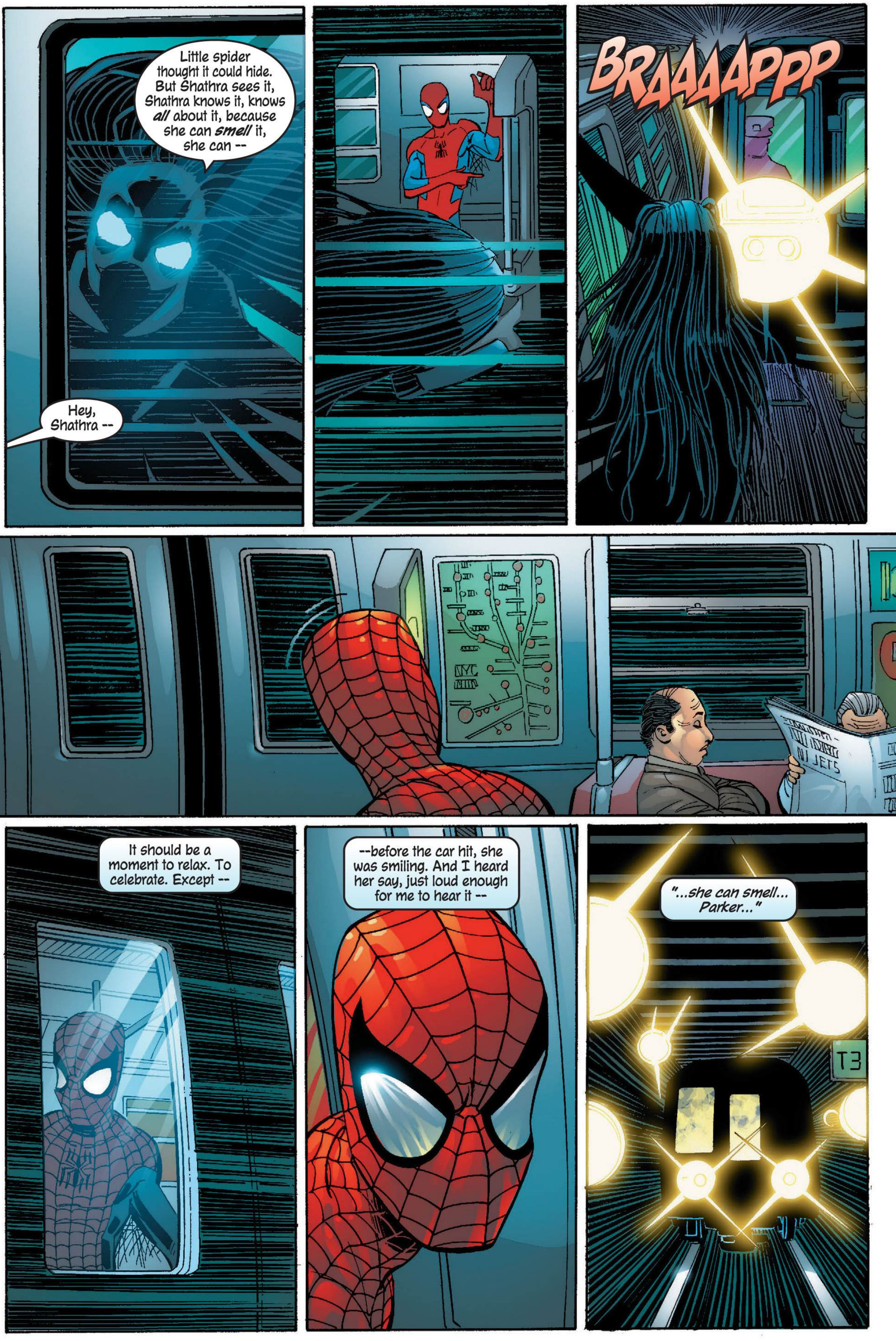

All my life, I've had a thing about hitting women. I won't do it. Even with a baddie. Unless I'm totally up against the wall.
Then as she moves again, impossibly fast, I remind myself that she's *not* human... and that unless I end this fast and hard, against the wall is exactly where I'll end up.
You know what your problem is? I wear a spider costume because it's a nod to where the power came from.
It's a role. But there's a difference between wearing the colors and *playing* the part --
WHAM
ZZSHHAAA--
--and letting yourself get *buried* in the part.

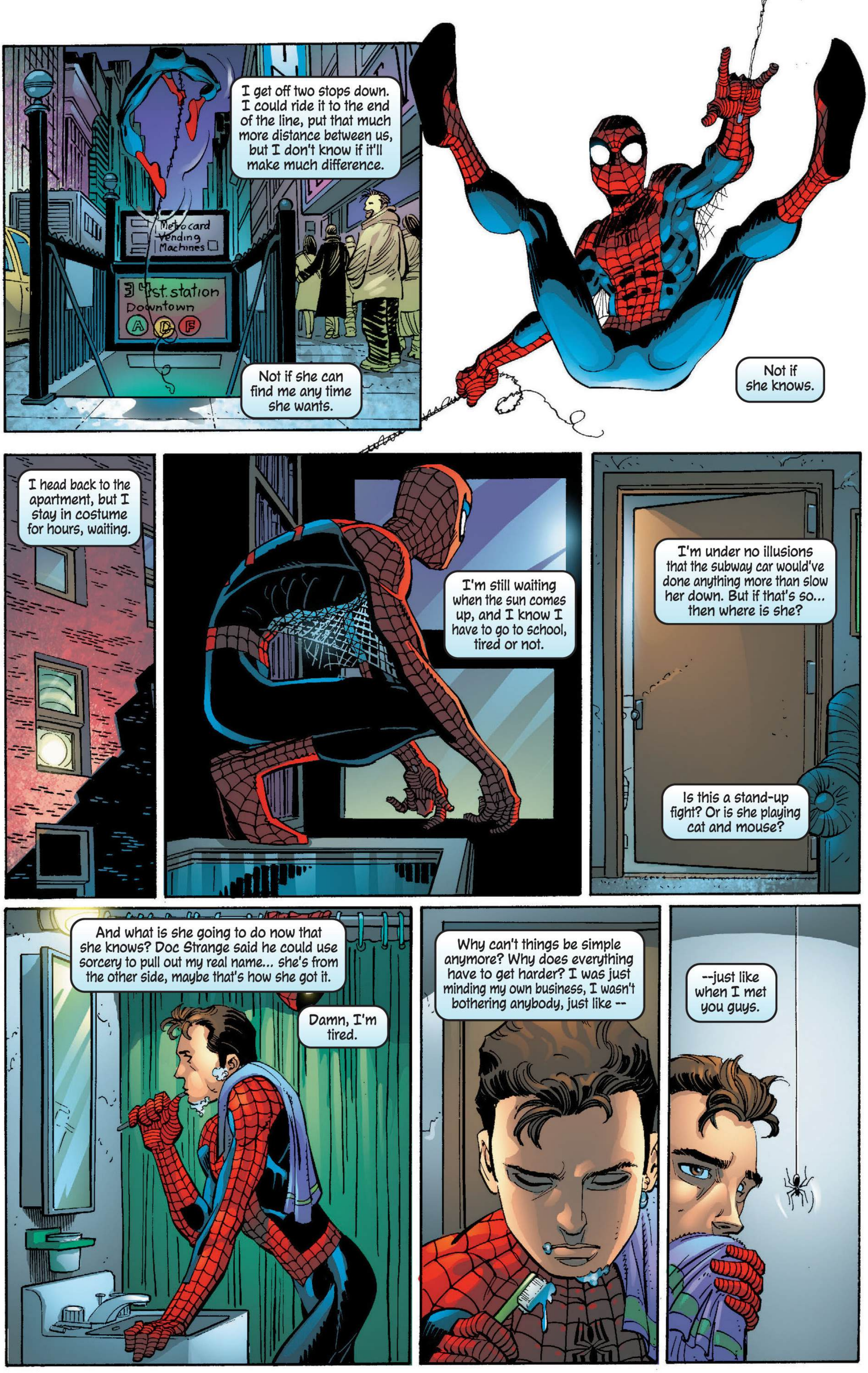

I decide to make tracks while I can. I don't know if she can really track me the way she says --
--but it's worth testing the hypothesis, just in case.
...play...
I head uptown, into the noise and the traffic. Buying time. I've been at this long enough to know that going toe-to-toe against someone you've just met is stupid, unless there are lives at stake.
Then it's still stupid, but necessary.
Need to get a sense of what her abilities are, how fast she can --
Oh. *That* fast.
Nuts.

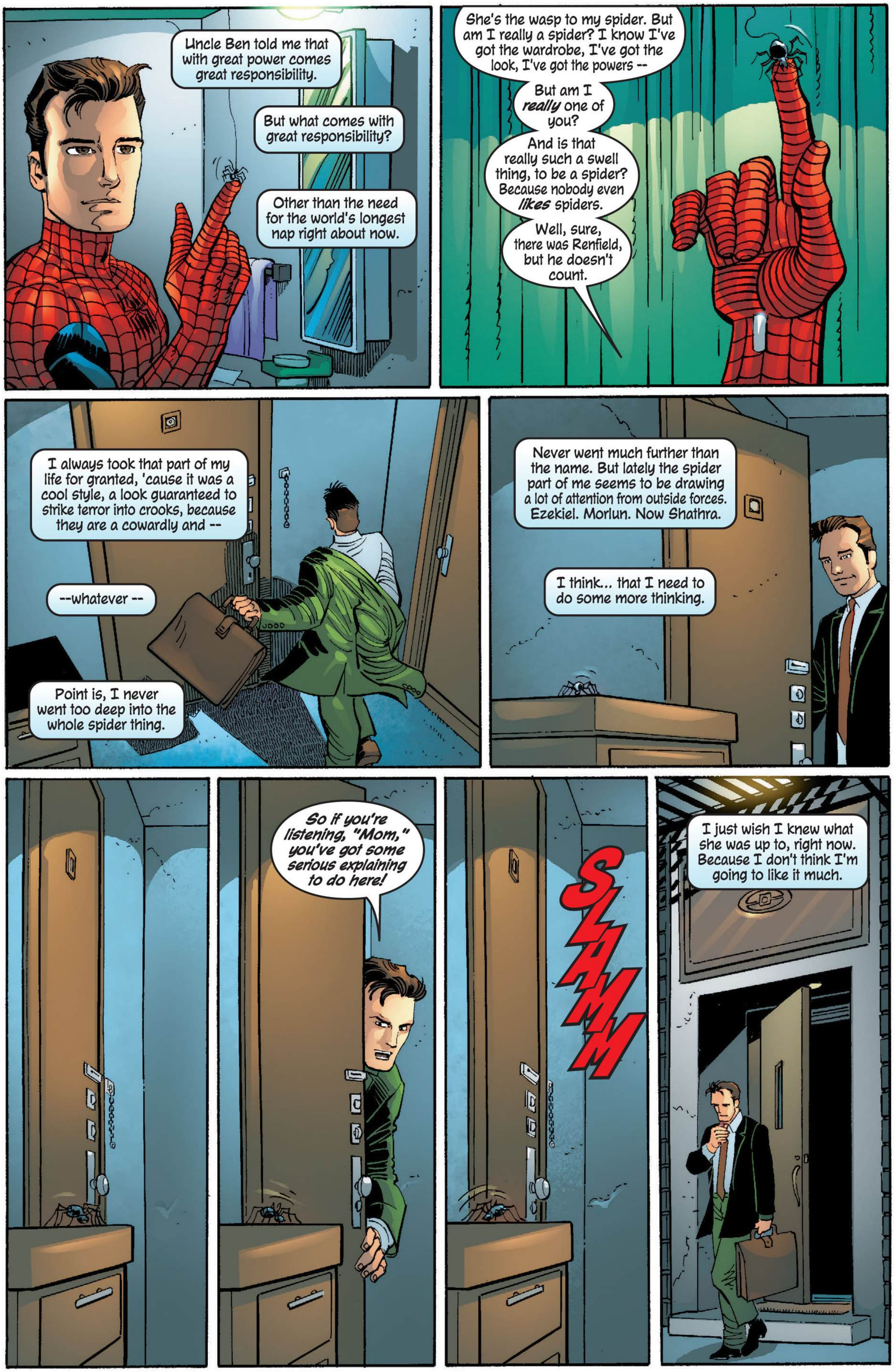

Whoof --
Look! It's a bird!
It's a plane!
It's --
Move it, ya freaks, the light ain't gettin' any greener!
SIRICO'S PIZZA
KER RASSSH

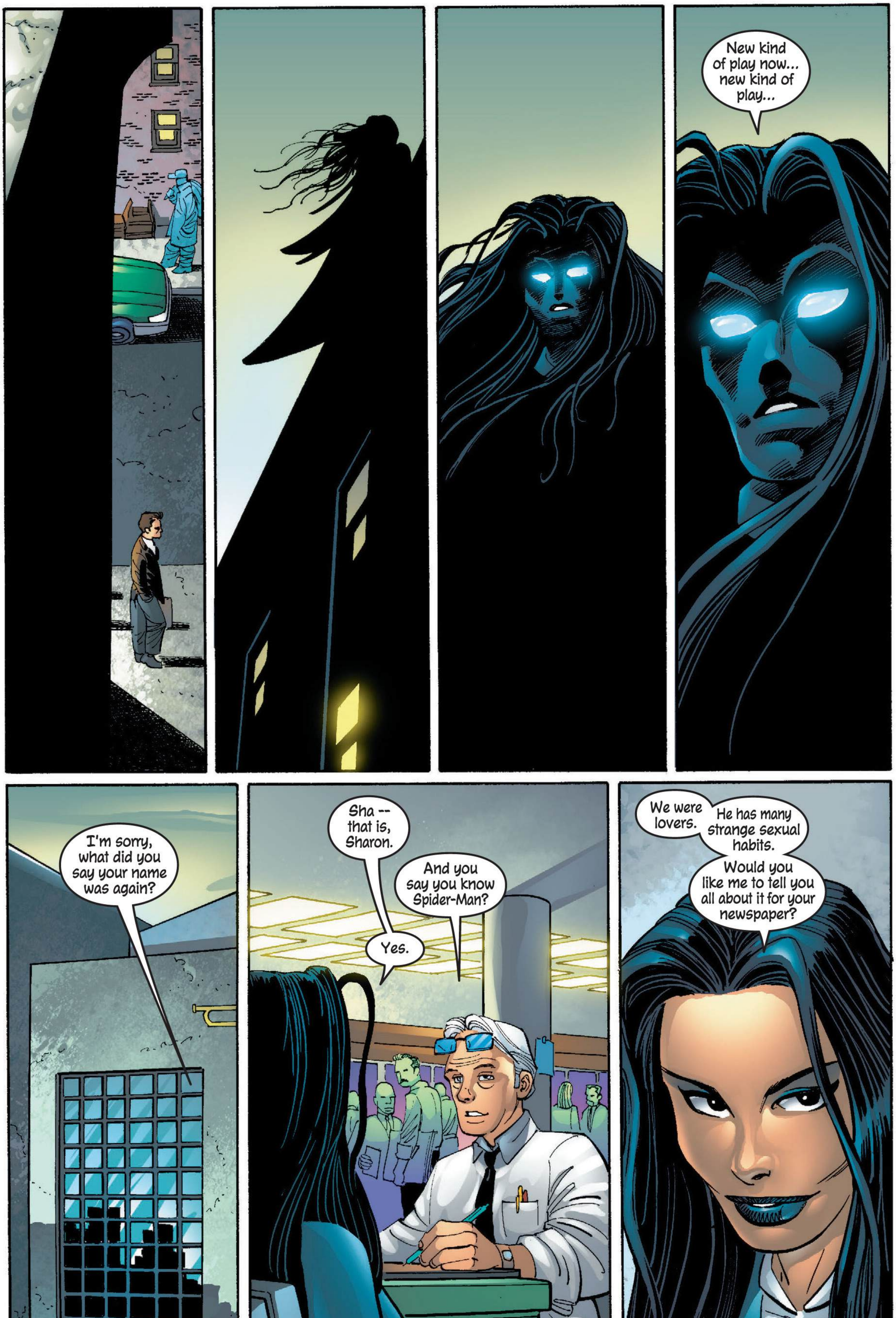

Oh, man, that one hurt... this is such a --
Come *on*... could *some*one cut me just a *little* slack here?
Yeah, fine, up yours too, buddy.
On the other hand, maybe it's a good thing --
--because *now* I'm pissed.
KRACCK
Okay, you want this, let's do it. But we'll do it *my* way.

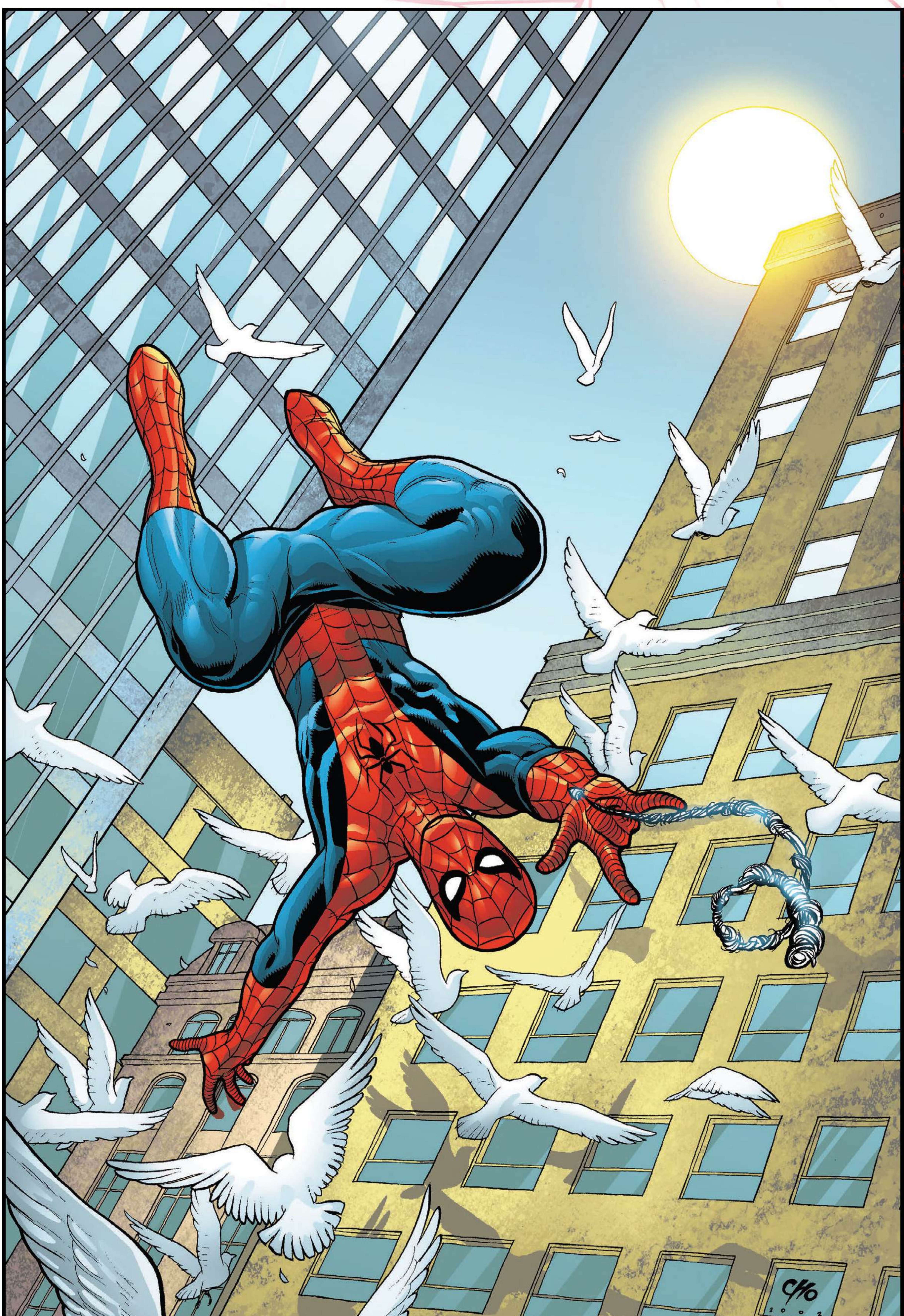

3000
SBARRO
imes square
ation
1 9
Subway
Welcome to the subway system. Welcome to New York. Welcome to *my* town.
TRAINS
ENTRY
Hey! Yo! You gotta pay!
Sorry, all my change is in my other pair of pants.
Coming through!
KEEP
OFF THE
KEEP
Made it! Now if only she --
Perfect.
PLEASE KEEP
OFF THE L


Little spider thought it could hide. But Shathra sees it, Shathra knows it, knows *all* about it, because she can *smell* it, she can --
Hey, Shathra --
BRAAAAPPP
NJ JETS
It should be a moment to relax. To celebrate. Except --
--before the car hit, she was smiling. And I heard her say, just loud enough for me to hear it --
"...she can smell... Parker..."
T3


I get off two stops down. I could ride it to the end of the line, put that much more distance between us, but I don't know if it'll make much difference.
Metro card Vending Machines
34st. station Downtown
A D F
Not if she can find me any time she wants.
Not if she knows.
I head back to the apartment, but I stay in costume for hours, waiting.
I'm still waiting when the sun comes up, and I know I have to go to school, tired or not.
I'm under no illusions that the subway car would've done anything more than slow her down. But if that's so... then where is she?
Is this a stand-up fight? Or is she playing cat and mouse?
And what is she going to do now that she knows? Doc Strange said he could use sorcery to pull out my real name... she's from the other side, maybe that's how she got it.
Damn, I'm tired.
Why can't things be simple anymore? Why does everything have to get harder? I was just minding my own business, I wasn't bothering anybody, just like --
--just like when I met you guys.


Uncle Ben told me that with great power comes great responsibility.
But what comes with great responsibility?
Other than the need for the world's longest nap right about now.
She's the wasp to my spider. But am I really a spider? I know I've got the wardrobe, I've got the look, I've got the powers --
But am I *really* one of you?
And is that really such a swell thing, to be a spider? Because nobody even *likes* spiders.
Well, sure, there was Renfield, but he doesn't count.
I always took that part of my life for granted, 'cause it was a cool style, a look guaranteed to strike terror into crooks, because they are a cowardly and --
--whatever --
Point is, I never went too deep into the whole spider thing.
Never went much further than the name. But lately the spider part of me seems to be drawing a lot of attention from outside forces. Ezekiel. Morlun. Now Shathra.
I think... that I need to do some more thinking.
So if you're listening, "Mom," you've got some serious explaining to do here!
SLAMM
I just wish I knew what she was up to, right now. Because I don't think I'm going to like it much.

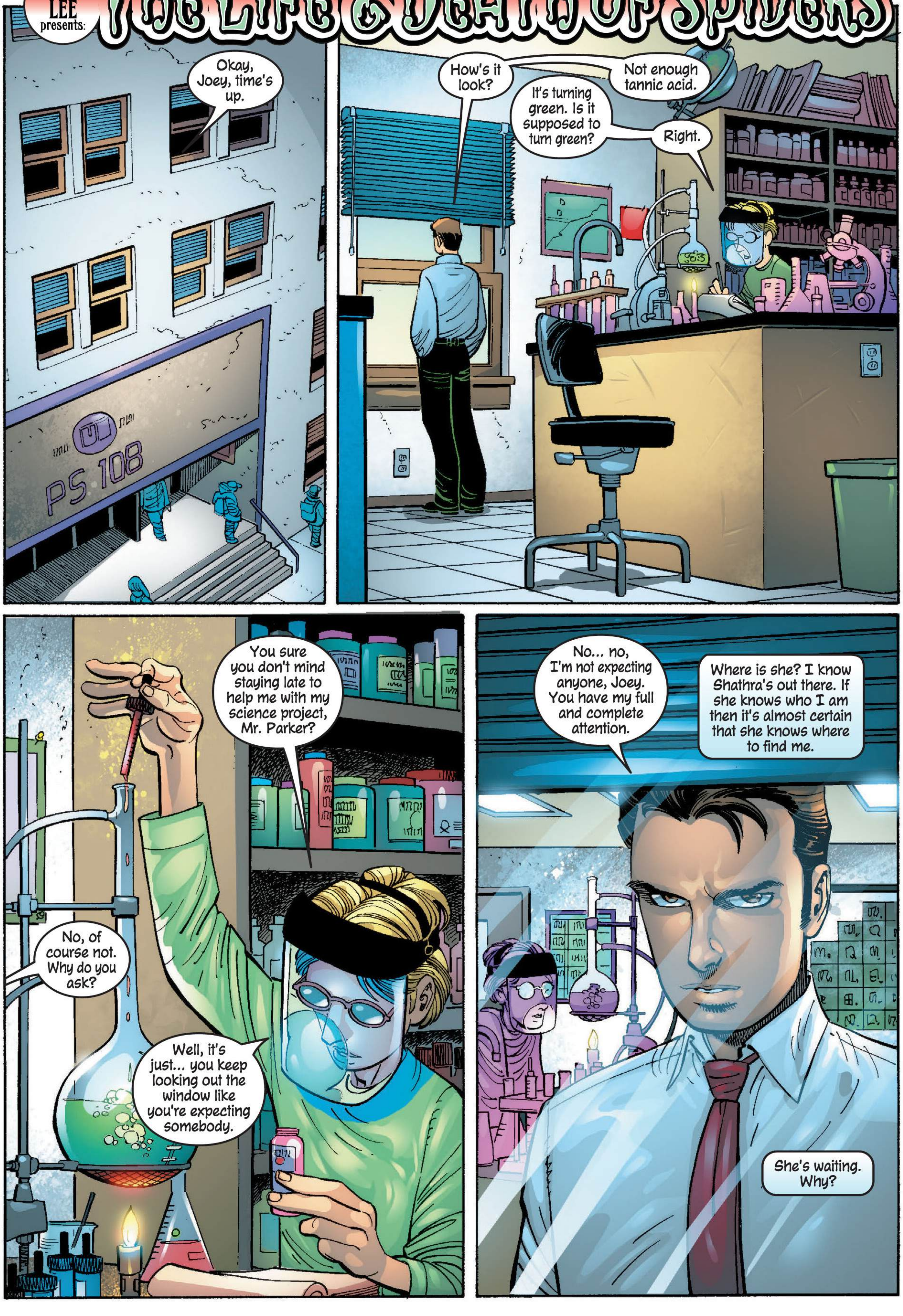

New kind of play now... new kind of play...
I'm sorry, what did you say your name was again?
Sha -- that is, Sharon.
And you say you know Spider-Man?
Yes.
We were lovers.
He has many strange sexual habits.
Would you like me to tell you all about it for your newspaper?

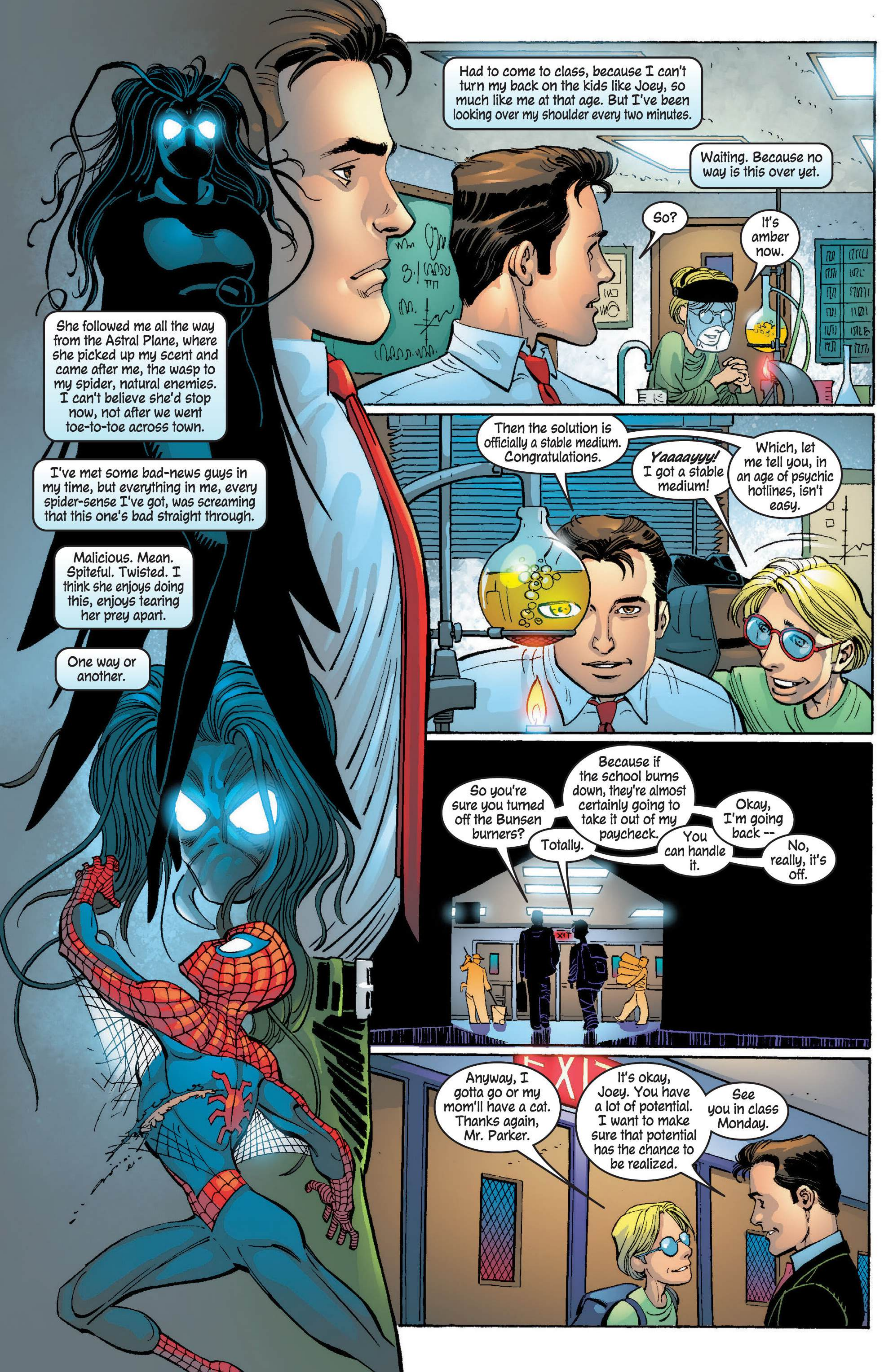


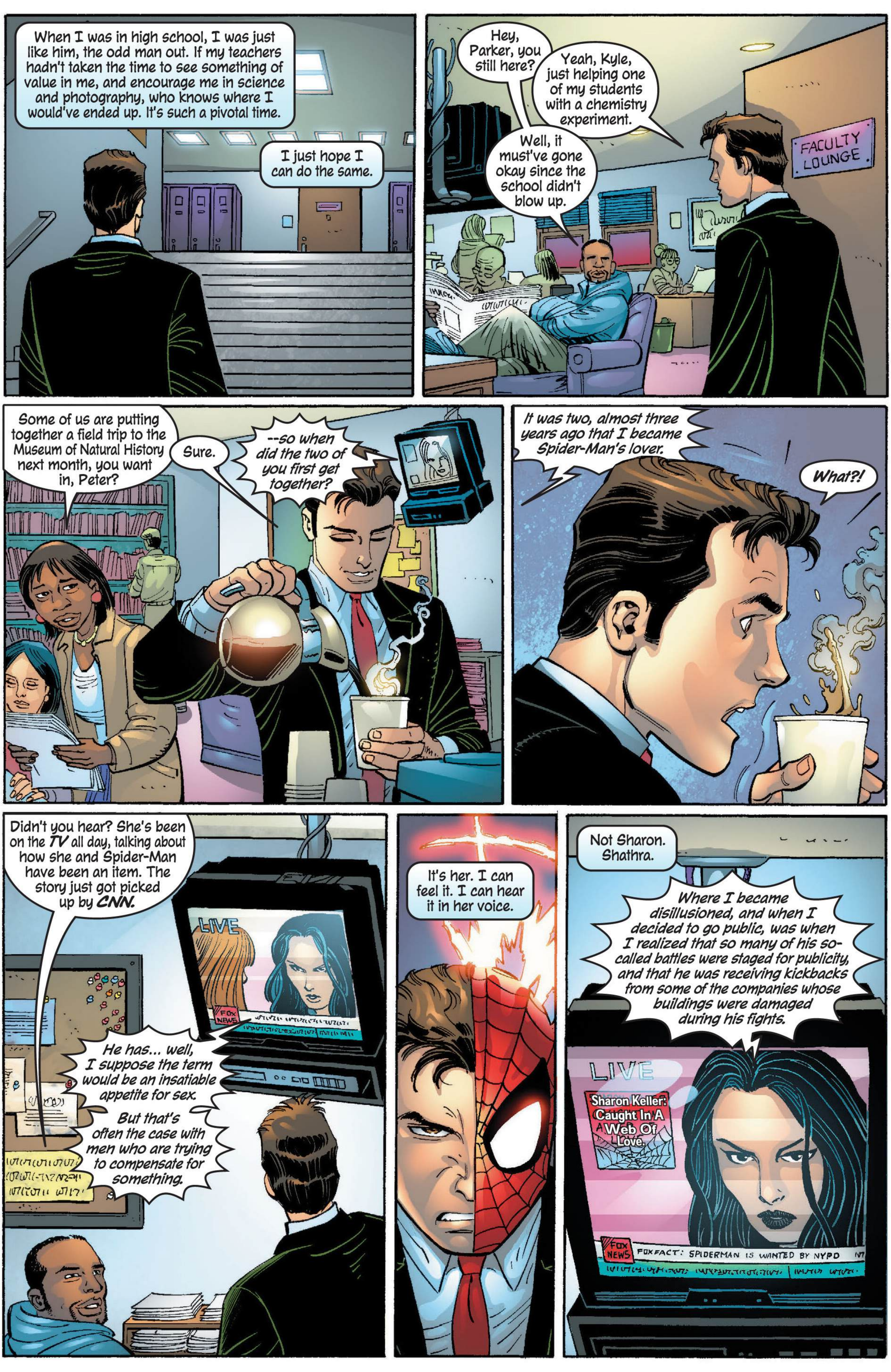
AMAZING SPIDER-MAN #47

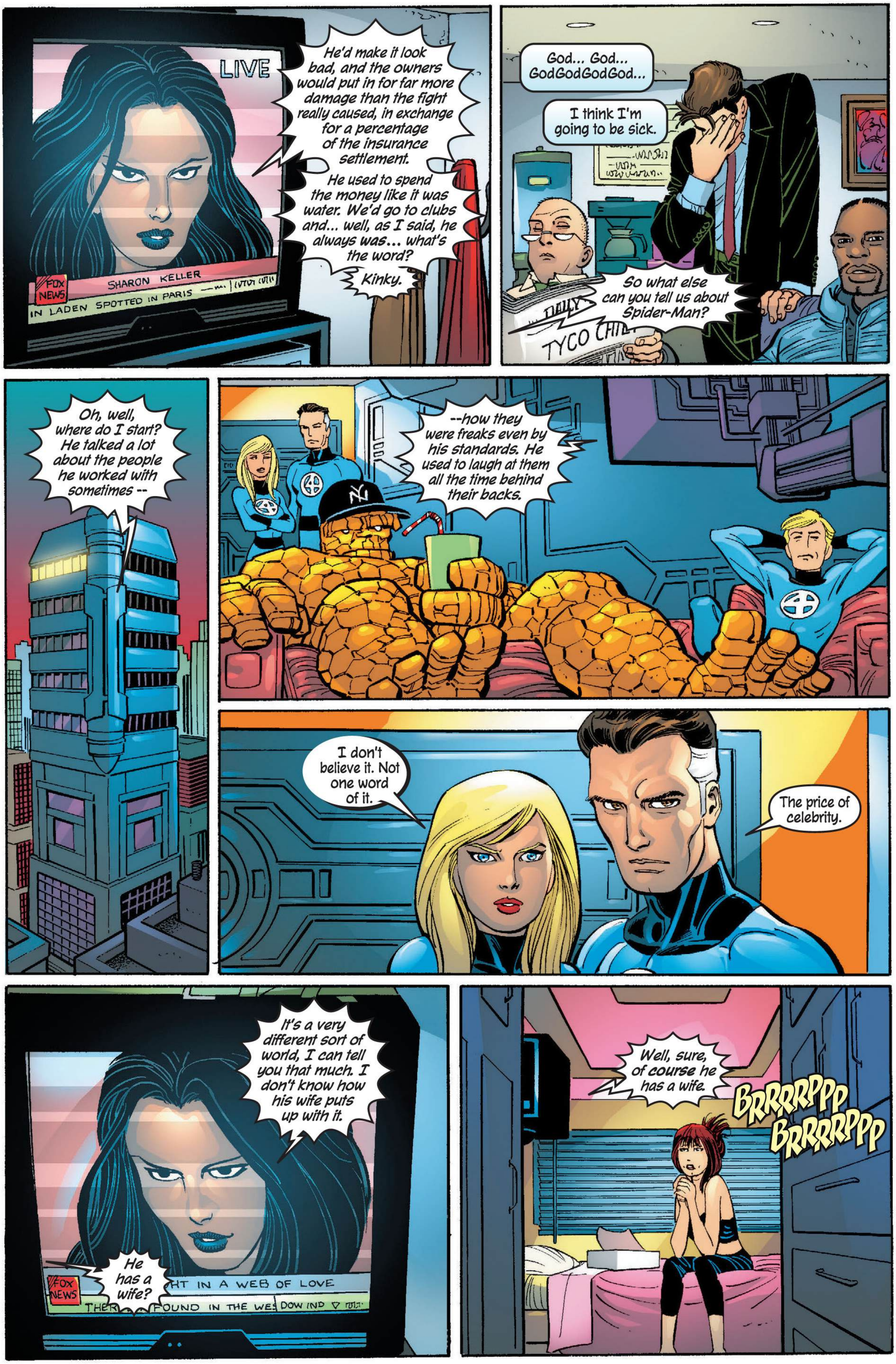
STAN LEE presents:

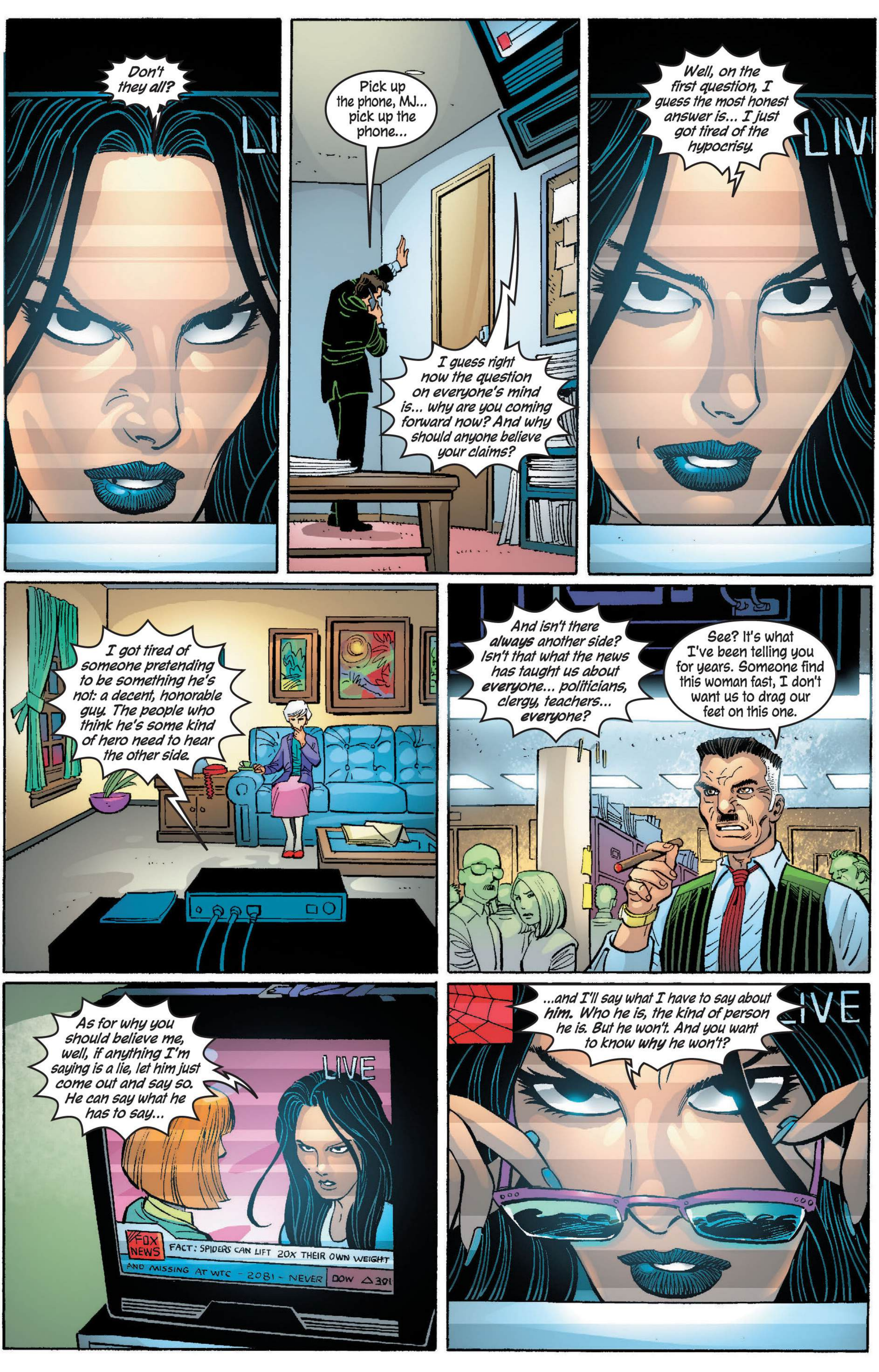
The Life & Death of Spiders

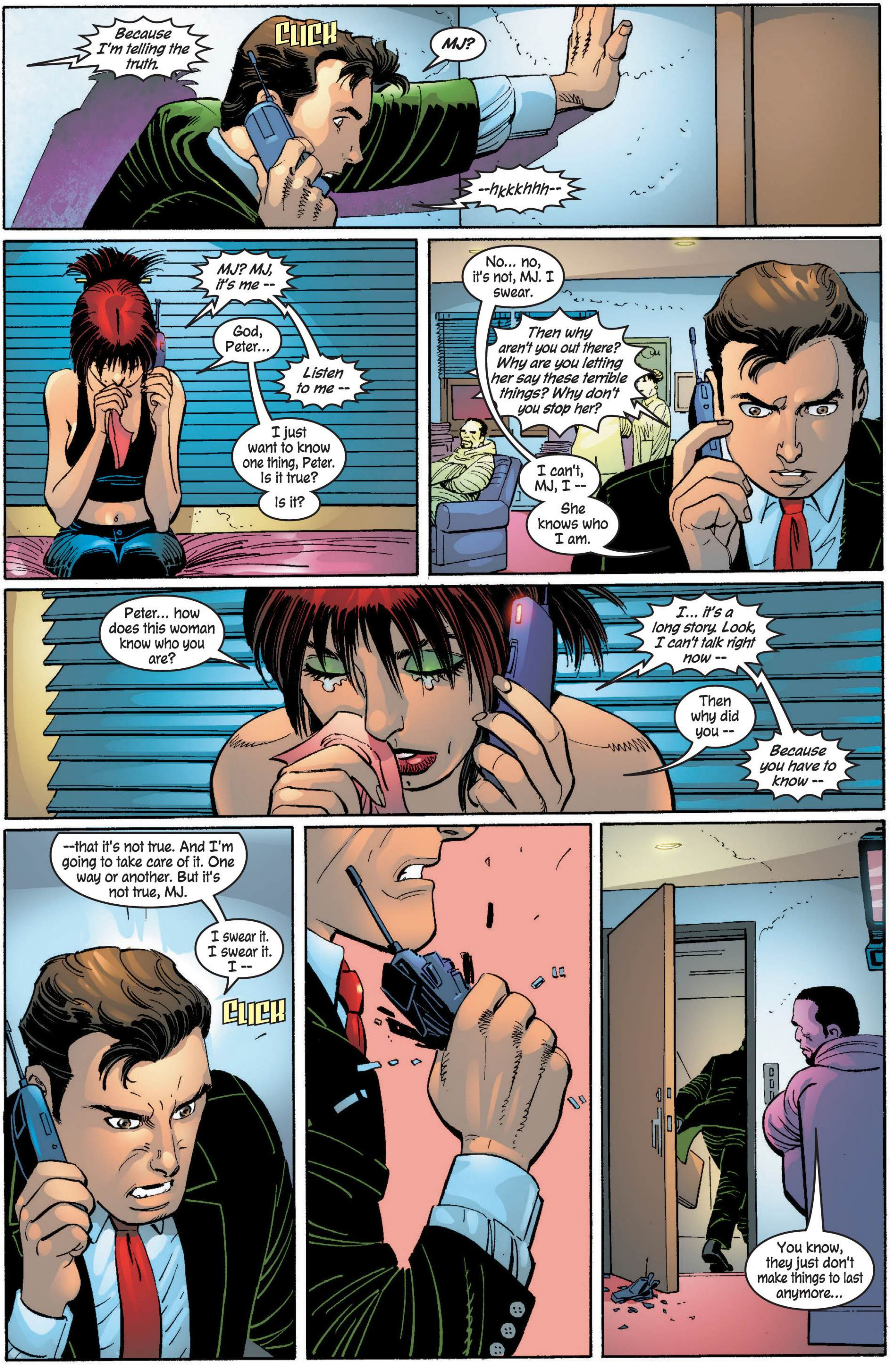

PS 108
Okay, Joey, time's up.
How's it look?
Not enough tannic acid.
It's turning green. Is it supposed to turn green?
Right.
You sure you don't mind staying late to help me with my science project, Mr. Parker?
No, of course not. Why do you ask?
Well, it's just... you keep looking out the window like you're expecting somebody.
No... no, I'm not expecting anyone, Joey. You have my full and complete attention.
Where is she? I know Shathra's out there. If she knows who I am then it's almost certain that she knows where to find me.
She's waiting. Why?

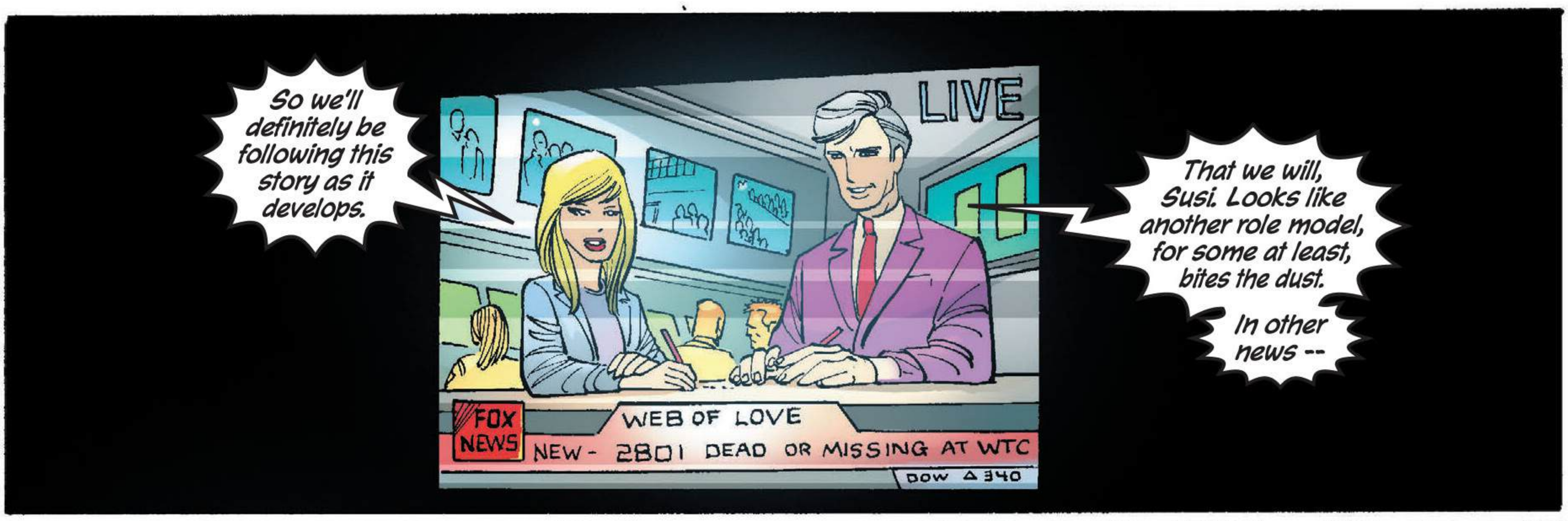

Had to come to class, because I can't turn my back on the kids like Joey, so much like me at that age. But I've been looking over my shoulder every two minutes.
Waiting. Because no way is this over yet.
She followed me all the way from the Astral Plane, where she picked up my scent and came after me, the wasp to my spider, natural enemies. I can't believe she'd stop now, not after we went toe-to-toe across town.
I've met some bad-news guys in my time, but everything in me, every spider-sense I've got, was screaming that this one's bad straight through.
Malicious. Mean. Spiteful. Twisted. I think she enjoys doing this, enjoys tearing her prey apart.
One way or another.
So?
It's amber now.
Then the solution is officially a stable medium. Congratulations.
Yaaaayyy! I got a stable medium!
Which, let me tell you, in an age of psychic hotlines, isn't easy.
So you're sure you turned off the Bunsen burners?
Totally.
Because if the school burns down, they're almost certainly going to take it out of my paycheck.
You can handle it.
Okay, I'm going back --
No, really, it's off.
Anyway, I gotta go or my mom'll have a cat. Thanks again, Mr. Parker.
It's okay, Joey. You have a lot of potential. I want to make sure that potential has the chance to be realized.
See you in class Monday.

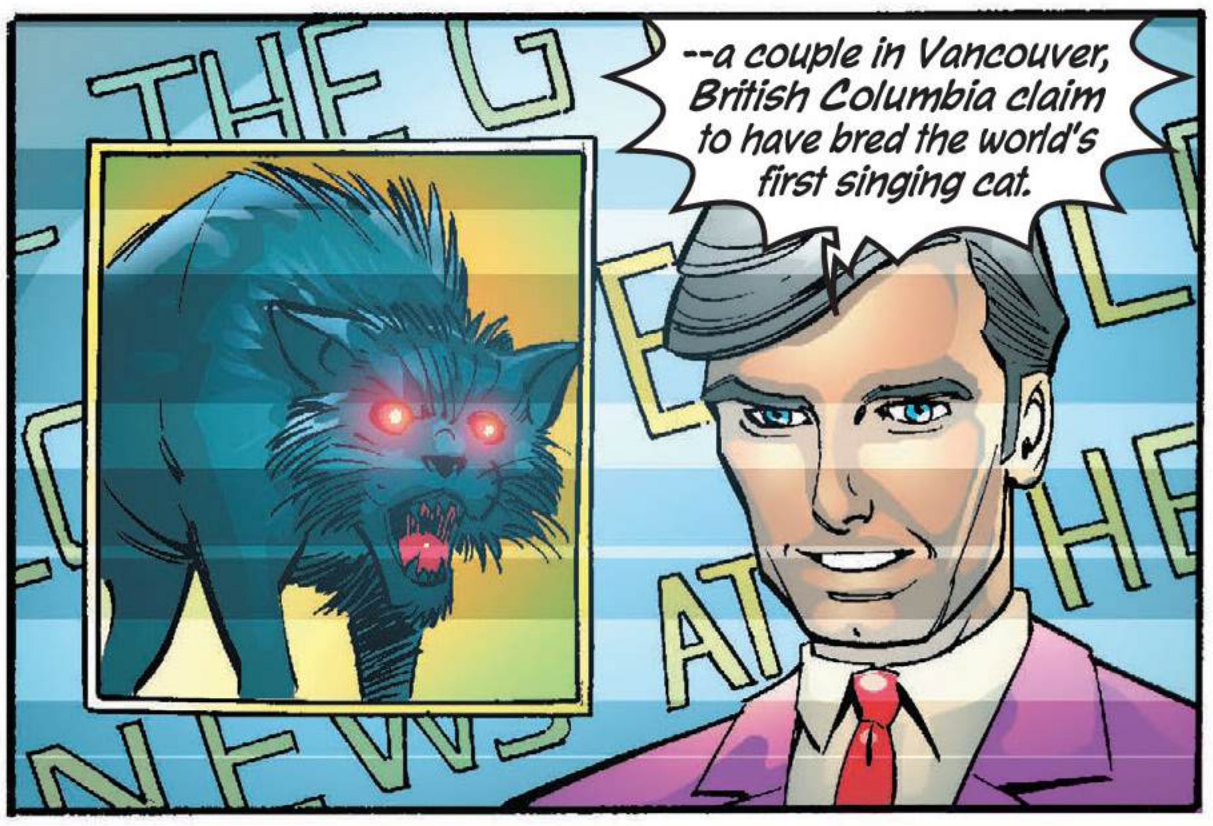

When I was in high school, I was just like him, the odd man out. If my teachers hadn't taken the time to see something of value in me, and encourage me in science and photography, who knows where I would've ended up. It's such a pivotal time.
I just hope I can do the same.
Hey, Parker, you still here?
Yeah, Kyle, just helping one of my students with a chemistry experiment.
Well, it must've gone okay since the school didn't blow up.
FACULTY LOUNGE
Some of us are putting together a field trip to the Museum of Natural History next month, you want in, Peter?
Sure.
--so when did the two of you first get together?
It was two, almost three years ago that I became Spider-Man's lover.
What?!
Didn't you hear? She's been on the TV all day, talking about how she and Spider-Man have been an item. The story just got picked up by CNN.
LIVE
FOX NEWS
He has... well, I suppose the term would be an insatiable appetite for sex.
But that's often the case with men who are trying to compensate for something.
It's her. I can feel it. I can hear it in her voice.
Not Sharon. Shathra.
Where I became disillusioned, and when I decided to go public, was when I realized that so many of his so-called battles were staged for publicity, and that he was receiving kickbacks from some of the companies whose buildings were damaged during his fights.
LIVE
Sharon Keller: Caught In A Web Of Love.
FOX NEWS
FOXFACT: SPIDERMAN IS WANTED BY NYPD

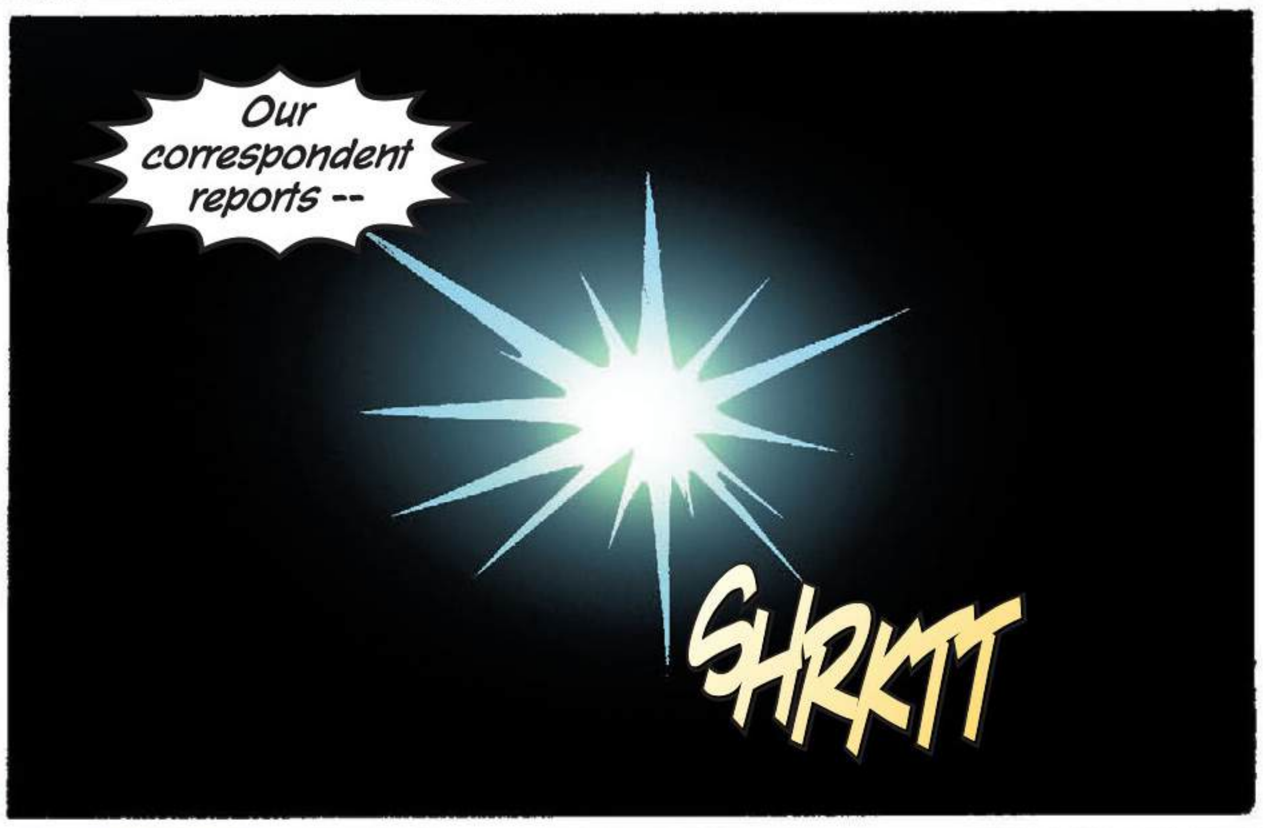

LIVE
He'd make it look bad, and the owners would put in for far more damage than the fight really caused, in exchange for a percentage of the insurance settlement.
He used to spend the money like it was water. We'd go to clubs and... well, as I said, he always was... what's the word?
Kinky.
FOX NEWS
SHARON KELLER
IN LADEN SPOTTED IN PARIS
God... God... GodGodGodGod...
I think I'm going to be sick.
So what else can you tell us about Spider-Man?
DAILY
TYCO CHI
Oh, well, where do I start? He talked a lot about the people he worked with sometimes --
--how they were freaks even by his standards. He used to laugh at them all the time behind their backs.
NY
I don't believe it. Not one word of it.
The price of celebrity.
It's a very different sort of world, I can tell you that much. I don't know how his wife puts up with it.
He has a wife?
FOX NEWS
HT IN A WEB OF LOVE
THER
FOUND IN THE WES
DOW IND
Well, sure, of course he has a wife.
BRRRRPPP
BRRRRPPP

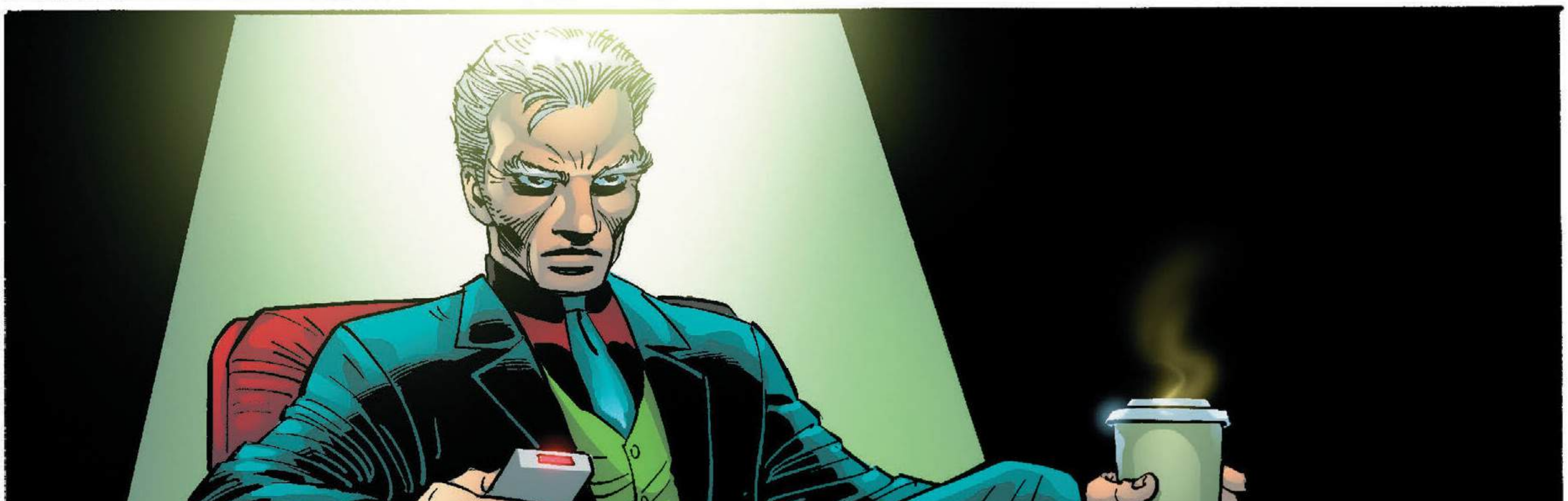

Don't they all?
LI
Pick up the phone, MJ... pick up the phone...
I guess right now the question on everyone's mind is... why are you coming forward now? And why should anyone believe your claims?
Well, on the first question, I guess the most honest answer is... I just got tired of the hypocrisy.
LIVE
I got tired of someone pretending to be something he's not: a decent, honorable guy. The people who think he's some kind of hero need to hear the other side.
And isn't there always another side? Isn't that what the news has taught us about everyone... politicians, clergy, teachers... everyone?
See? It's what I've been telling you for years. Someone find this woman fast, I don't want us to drag our feet on this one.
As for why you should believe me, well, if anything I'm saying is a lie, let him just come out and say so. He can say what he has to say...
LIVE
FOX NEWS
FACT: SPIDERS CAN LIFT 20X THEIR OWN WEIGHT
AND MISSING AT WTC - 2081 - NEVER
DOW △301
...and I'll say what I have to say about him. Who he is, the kind of person he is. But he won't. And you want to know why he won't?
LIVE

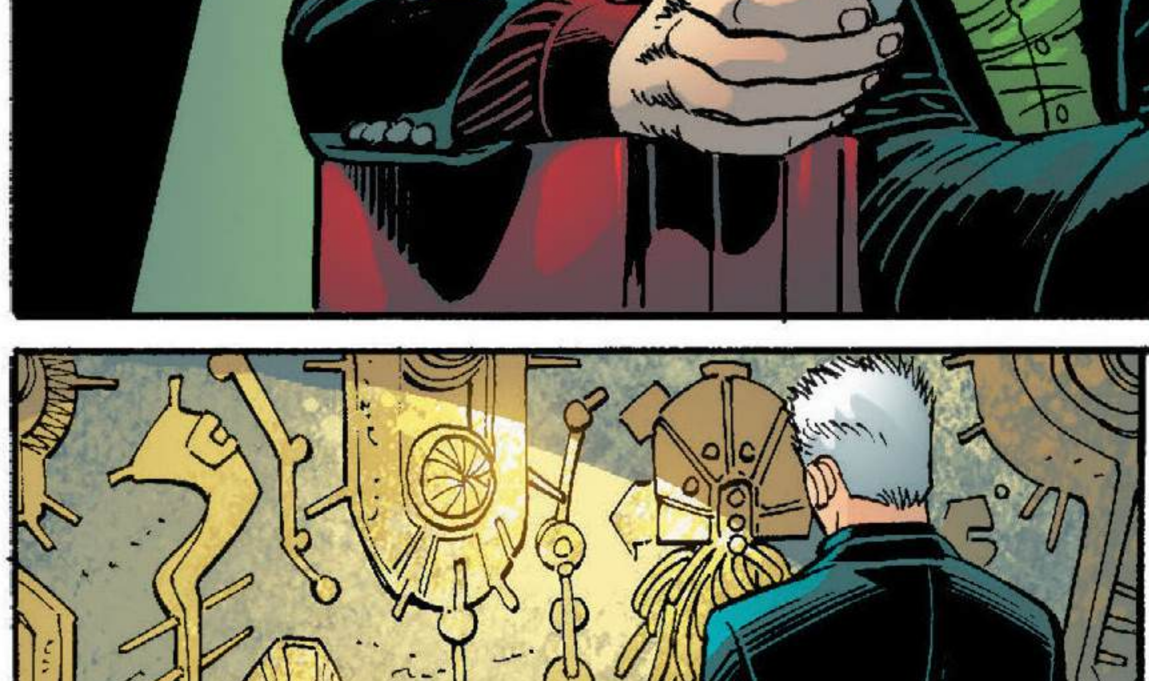

Because I'm telling the truth.
CLICK
MJ?
--hkkkhhh--
MJ? MJ, it's me --
God, Peter...
Listen to me --
I just want to know one thing, Peter. Is it true?
Is it?
No... no, it's not, MJ. I swear.
Then why aren't you out there? Why are you letting her say these terrible things? Why don't you stop her?
I can't, MJ, I --
She knows who I am.
Peter... how does this woman know who you are?
I... it's a long story. Look, I can't talk right now --
Then why did you --
Because you have to know --
--that it's not true. And I'm going to take care of it. One way or another. But it's not true, MJ.
I swear it. I swear it. I --
CLICK
You know, they just don't make things to last anymore...

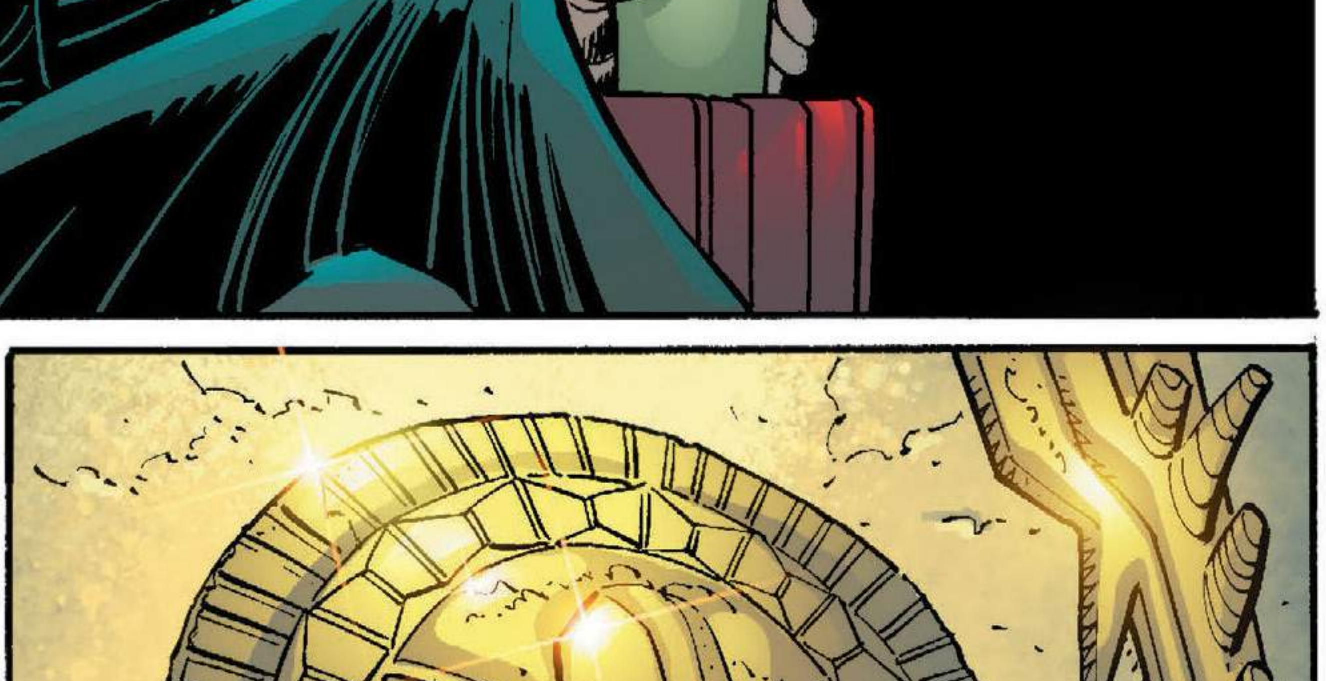

So we'll definitely be following this story as it develops.
LIVE
That we will, Susi. Looks like another role model, for some at least, bites the dust.
In other news --
FOX NEWS
WEB OF LOVE
NEW - 2801 DEAD OR MISSING AT WTC
DOW △340

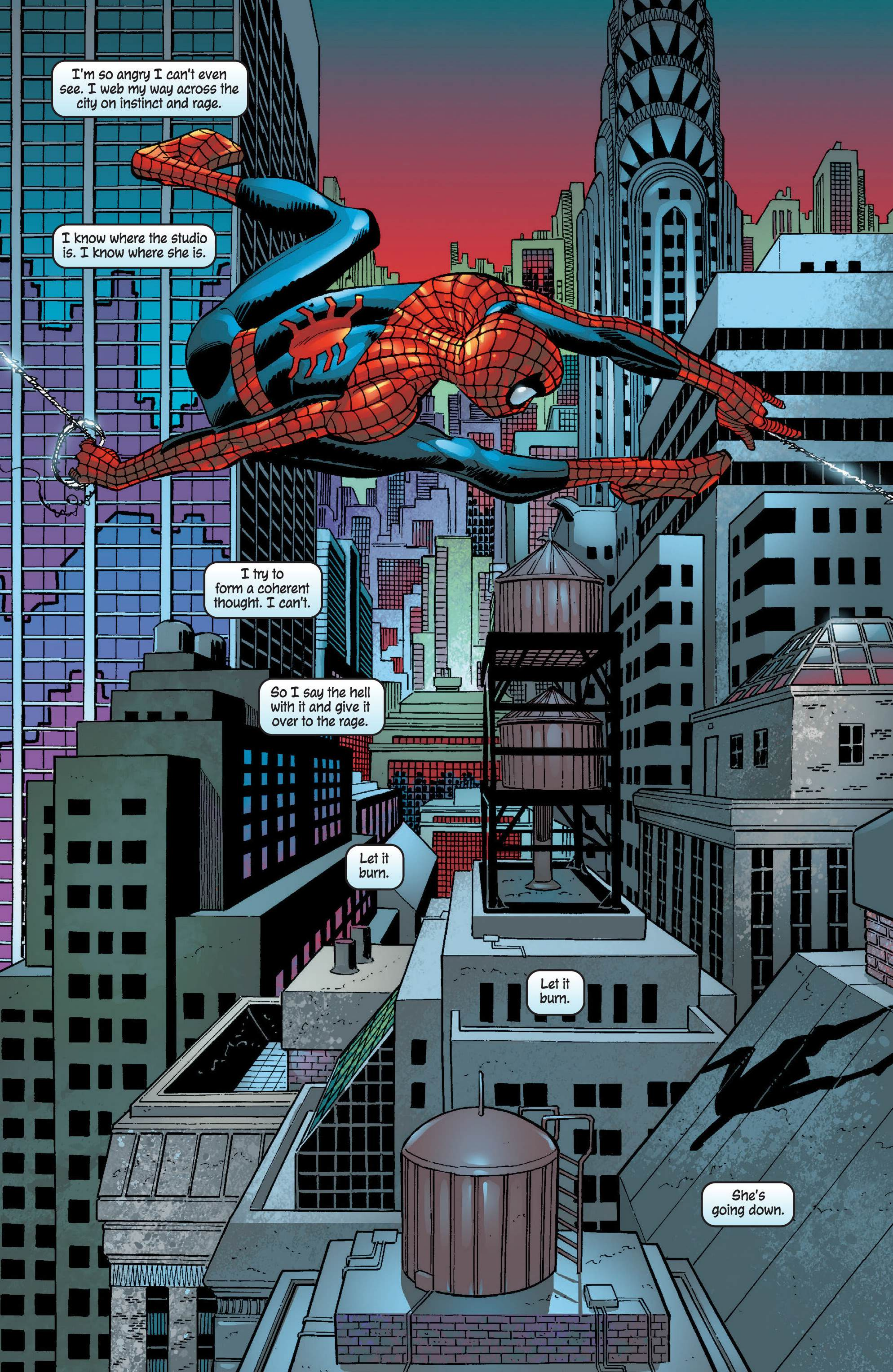

--a couple in Vancouver, British Columbia claim to have bred the world's first singing cat.

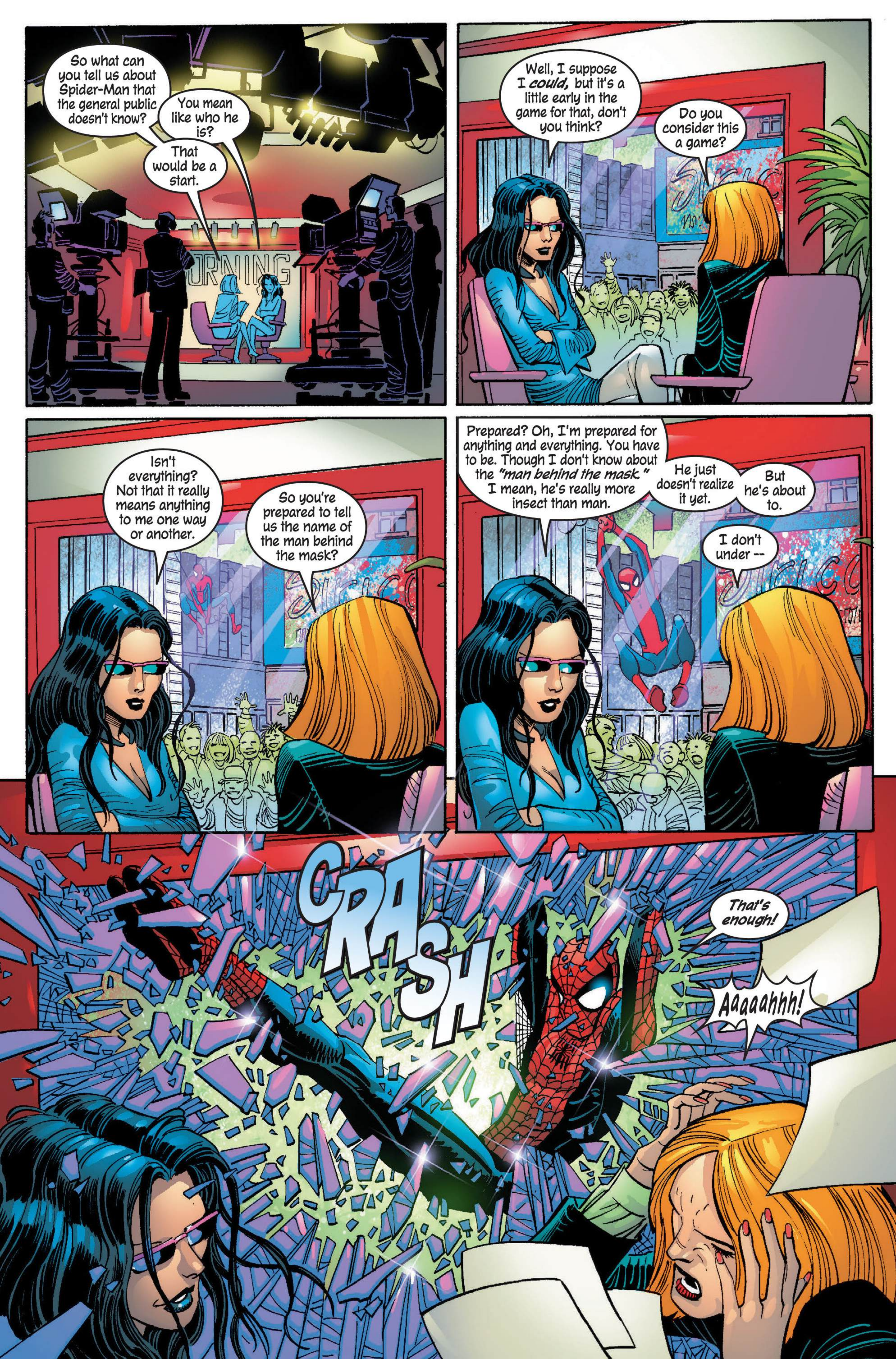

Our correspondent reports --
SHRKTT

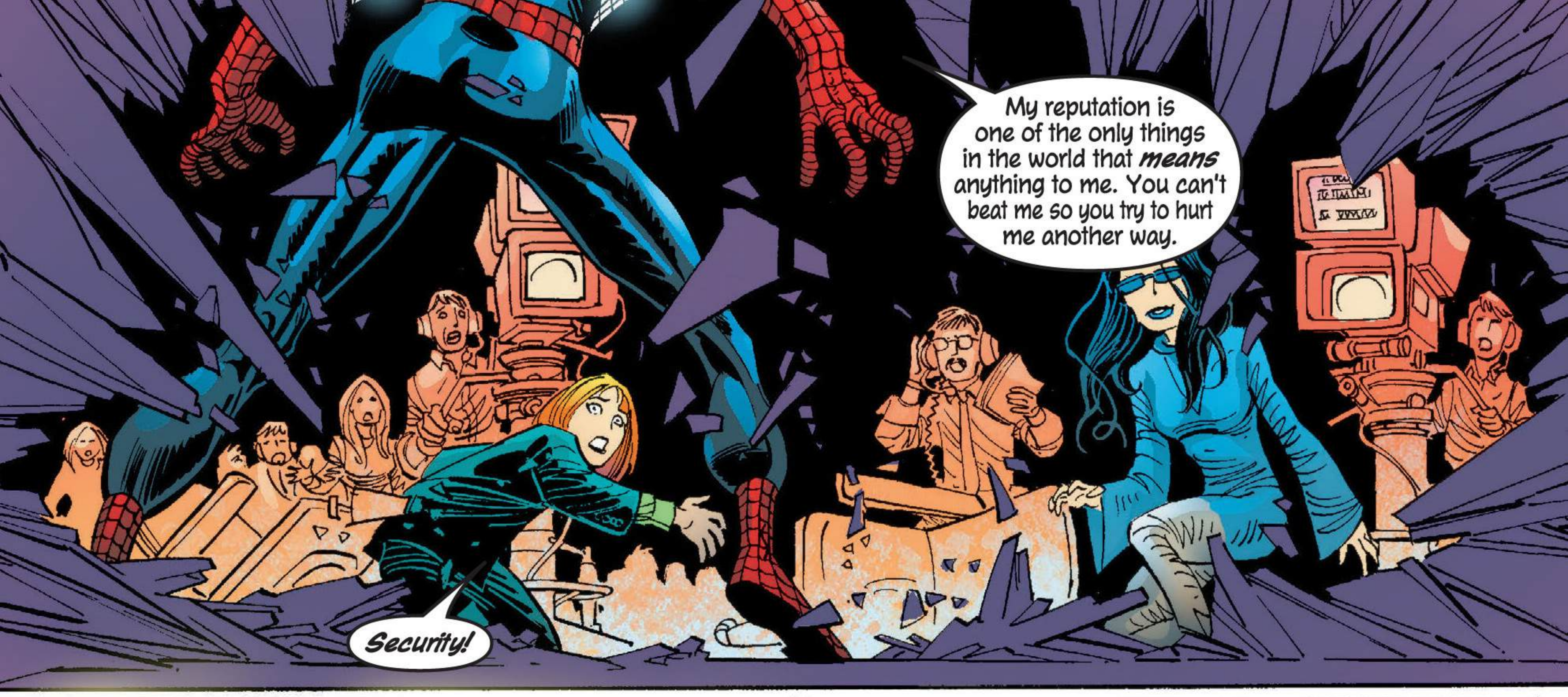


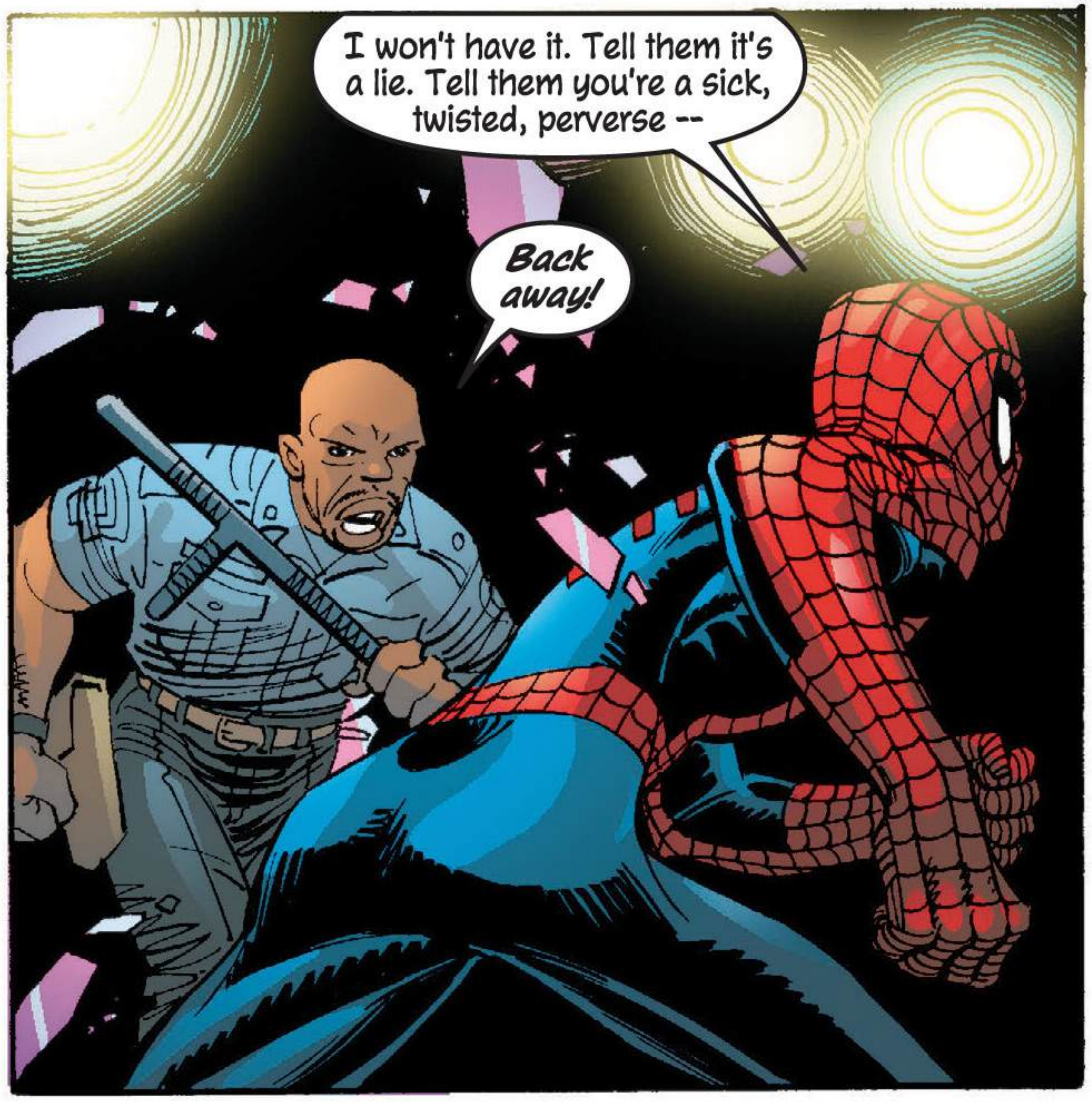

I've been away too long.

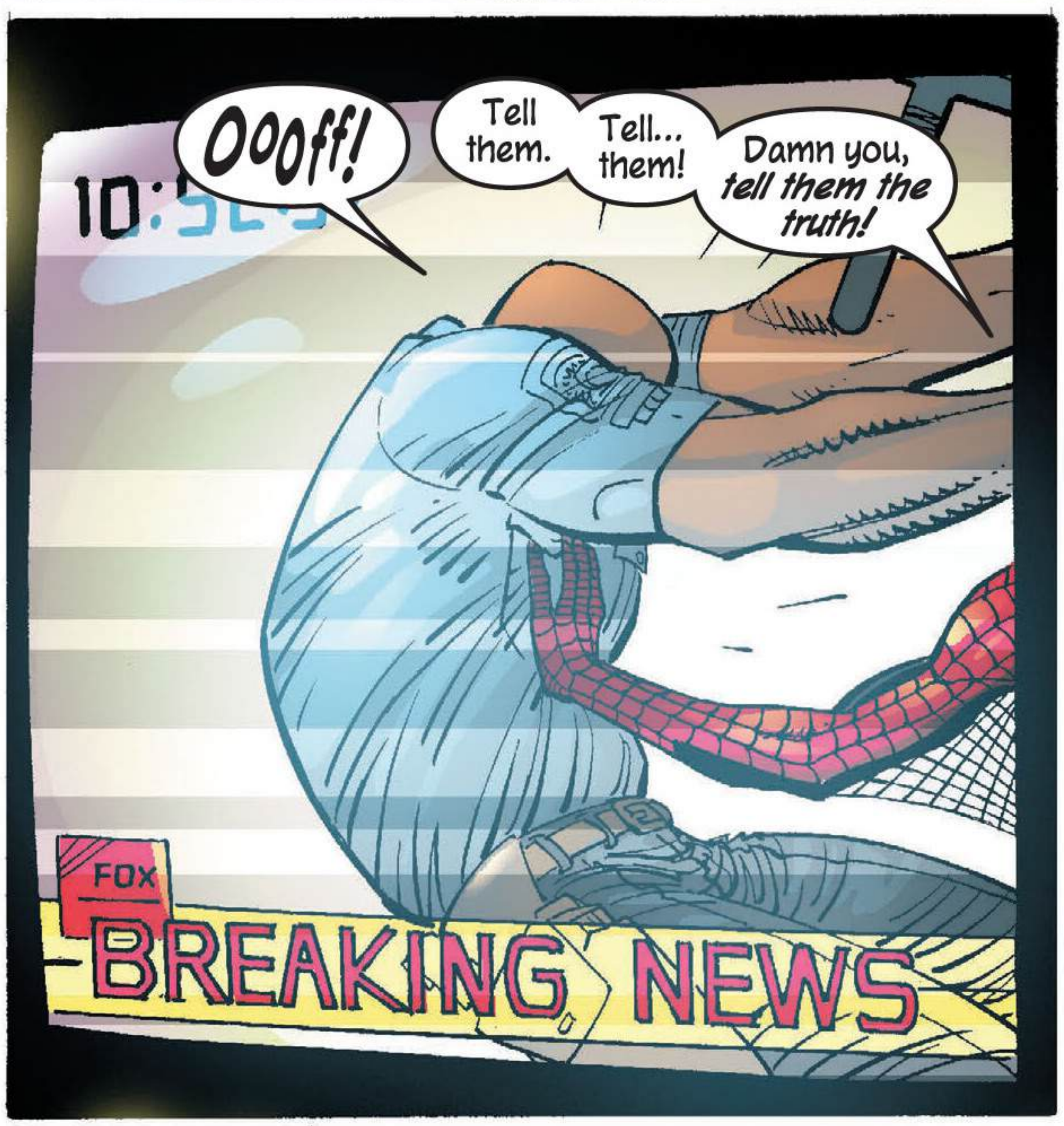

It's started.

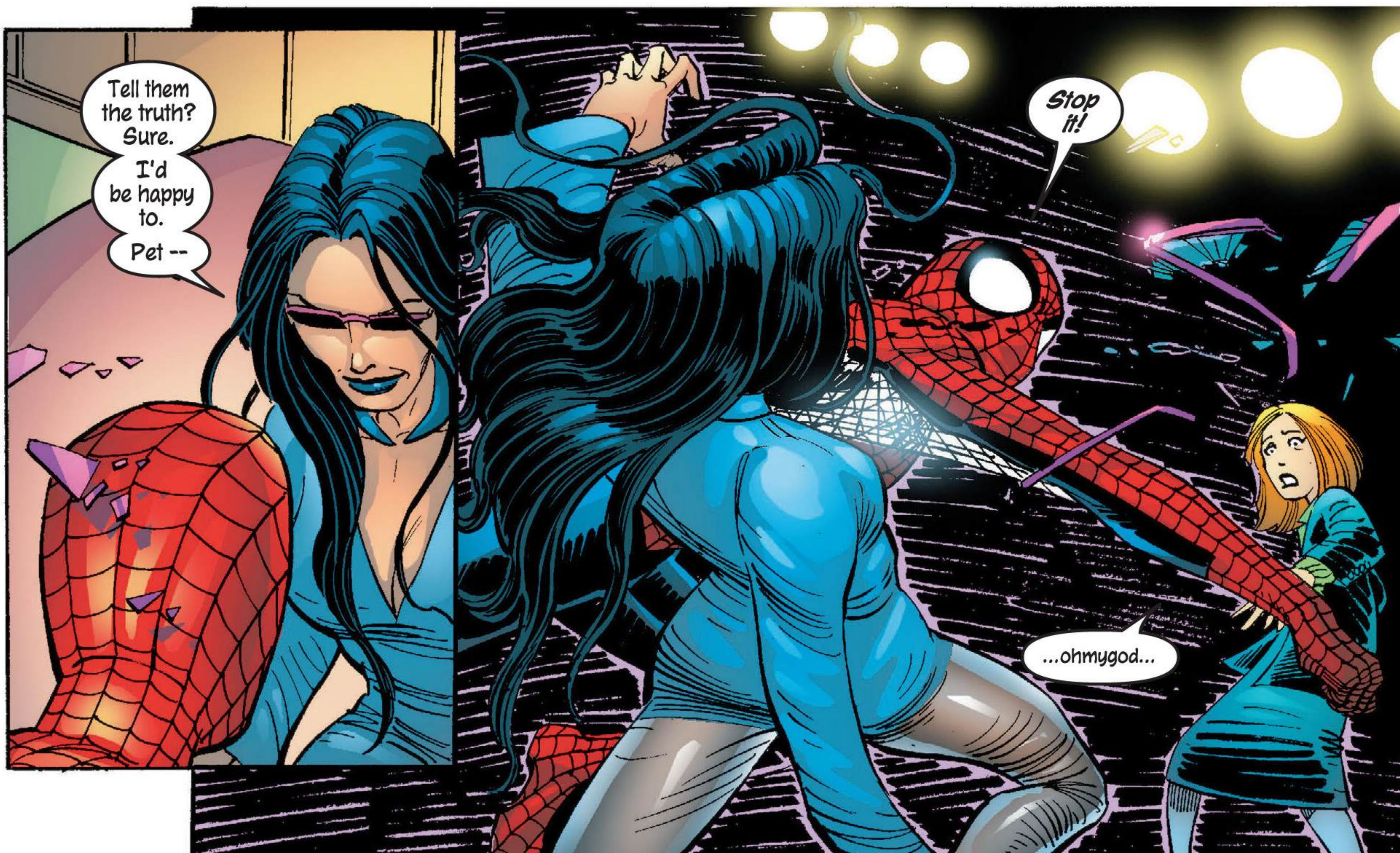

I'm so angry I can't even see. I web my way across the city on instinct and rage.
I know where the studio is. I know where she is.
I try to form a coherent thought. I can't.
So I say the hell with it and give it over to the rage.
Let it burn.
Let it burn.
She's going down.

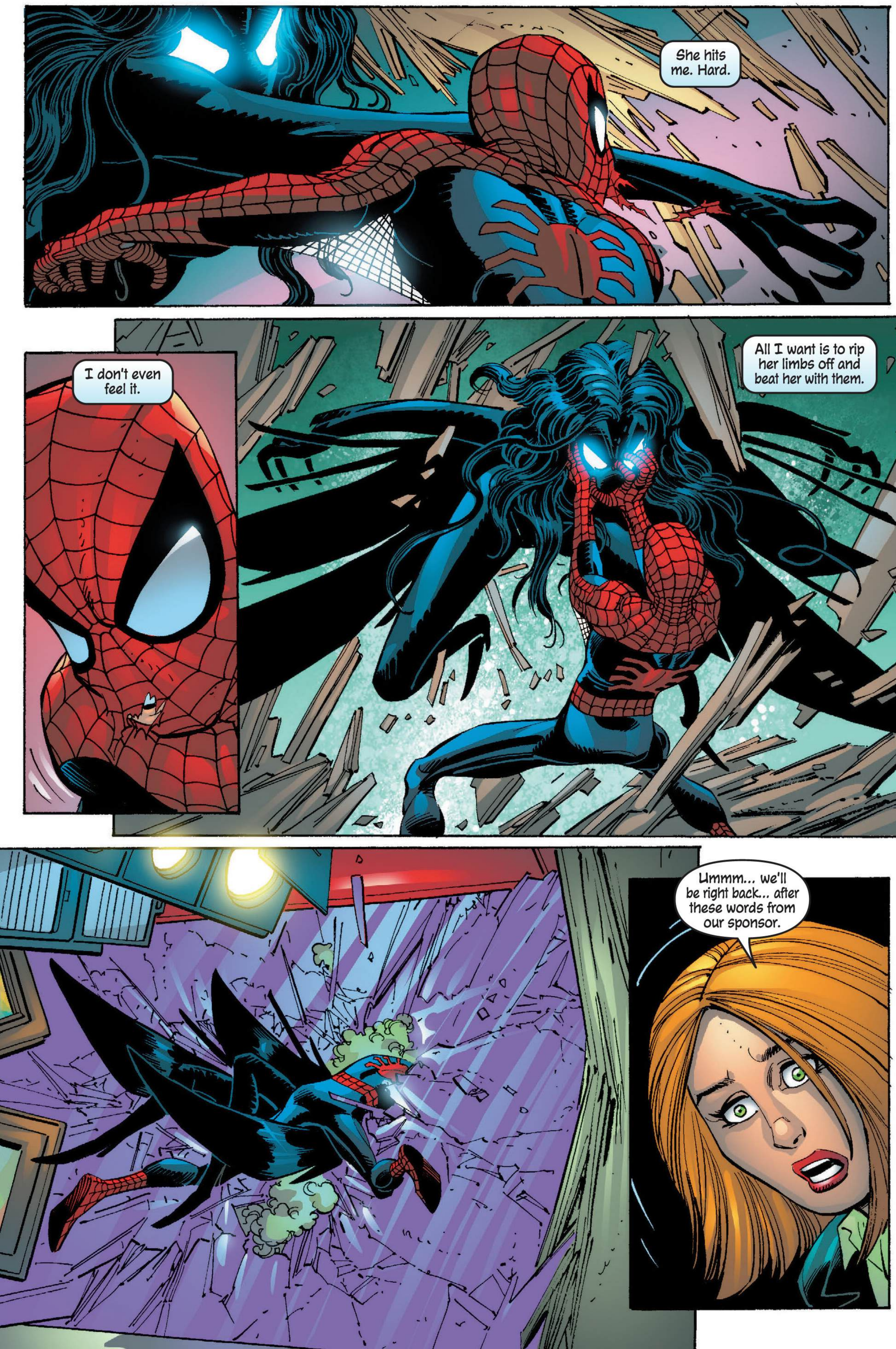

So what can you tell us about Spider-Man that the general public doesn't know?
You mean like who he is?
That would be a start.
ORNING
Well, I suppose I *could,* but it's a little early in the game for that, don't you think?
Do you consider this a game?
Isn't everything? Not that it really means anything to me one way or another.
So you're prepared to tell us the name of the man behind the mask?
Prepared? Oh, I'm prepared for anything and everything. You have to be. Though I don't know about the *"man behind the mask."* I mean, he's really more insect than man.
He just doesn't realize it yet.
But he's about to.
I don't under --
CRASH
That's enough!
Aaaaahhh!

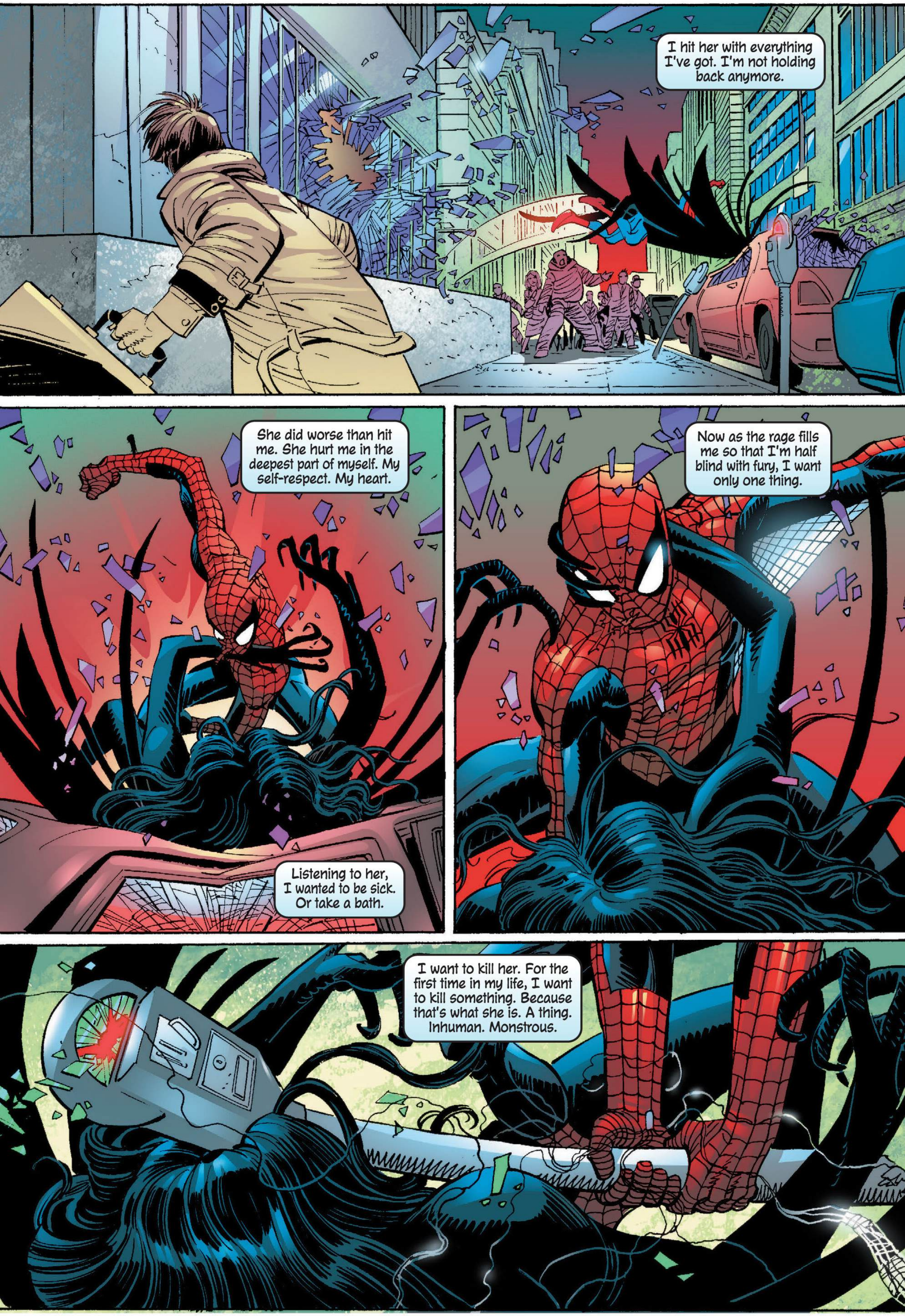

My reputation is one of the only things in the world that *means* anything to me. You can't beat me so you try to hurt me another way.
Security!

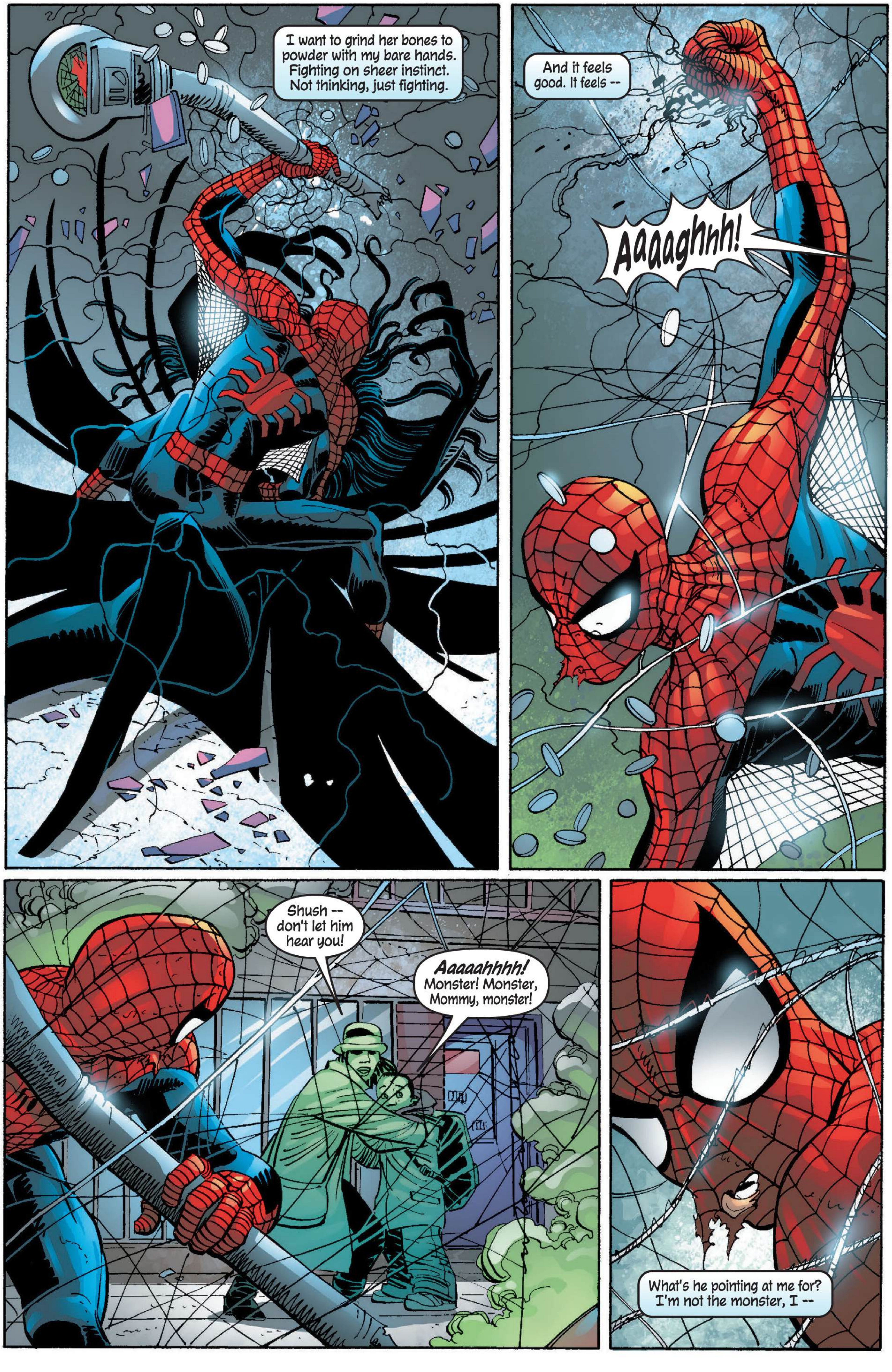

I won't have it. Tell them it's a lie. Tell them you're a sick, twisted, perverse --
Back away!

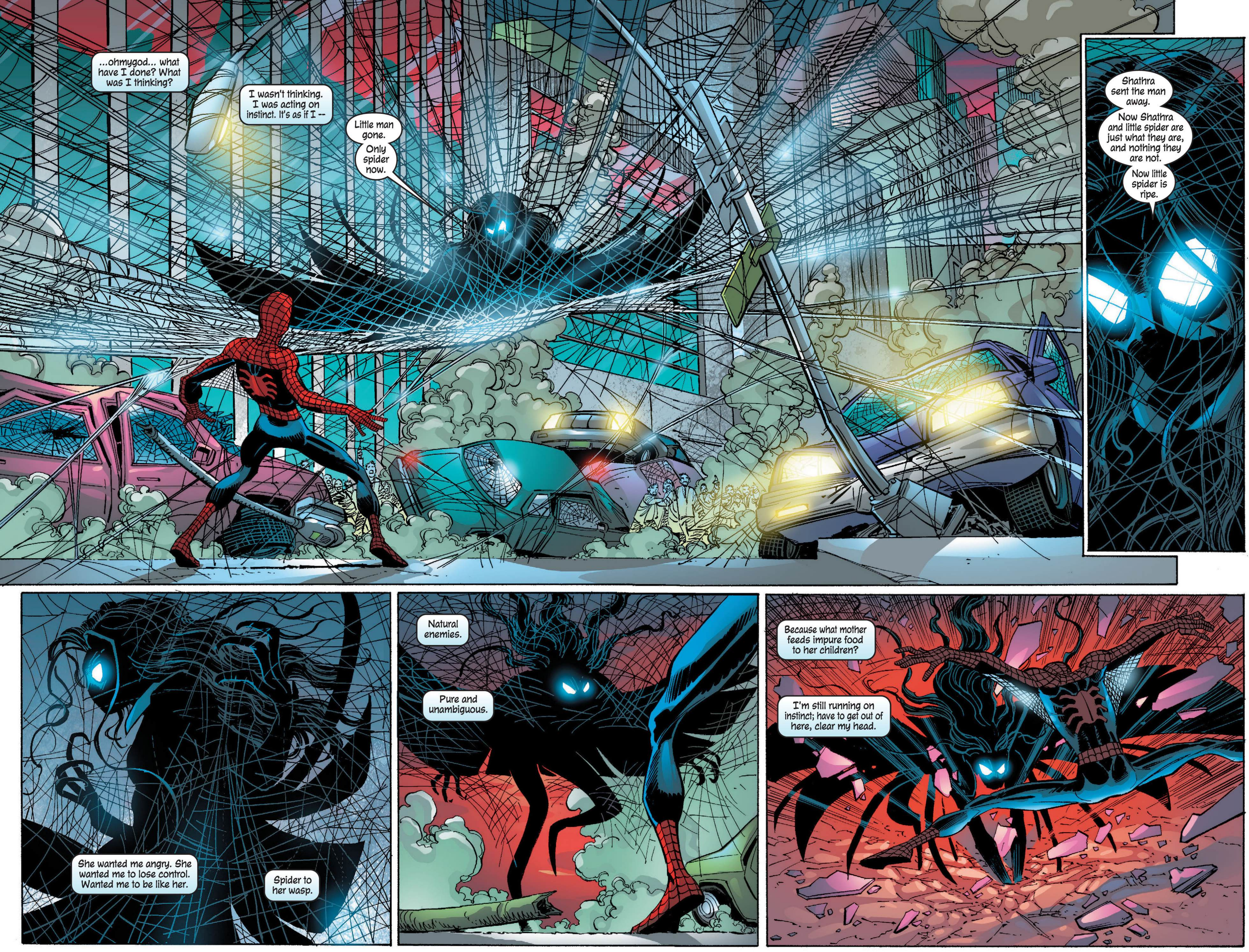

Oooff!
Tell them.
Tell... them!
Damn you, *tell them the truth!*
10:5
FOX
BREAKING NEWS

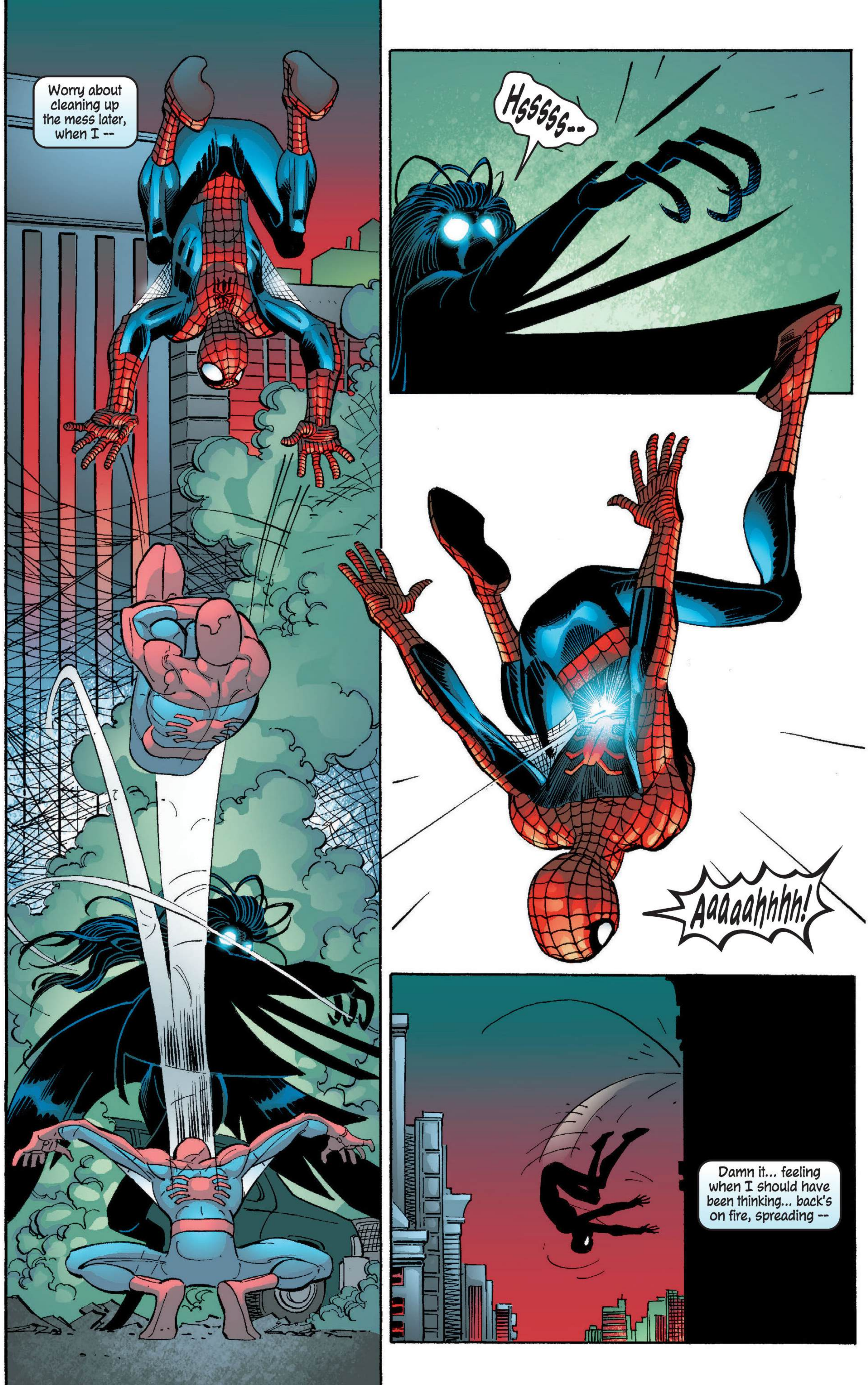

Tell them the truth? Sure.
I'd be happy to.
Pet --
Stop it!
...ohmygod...

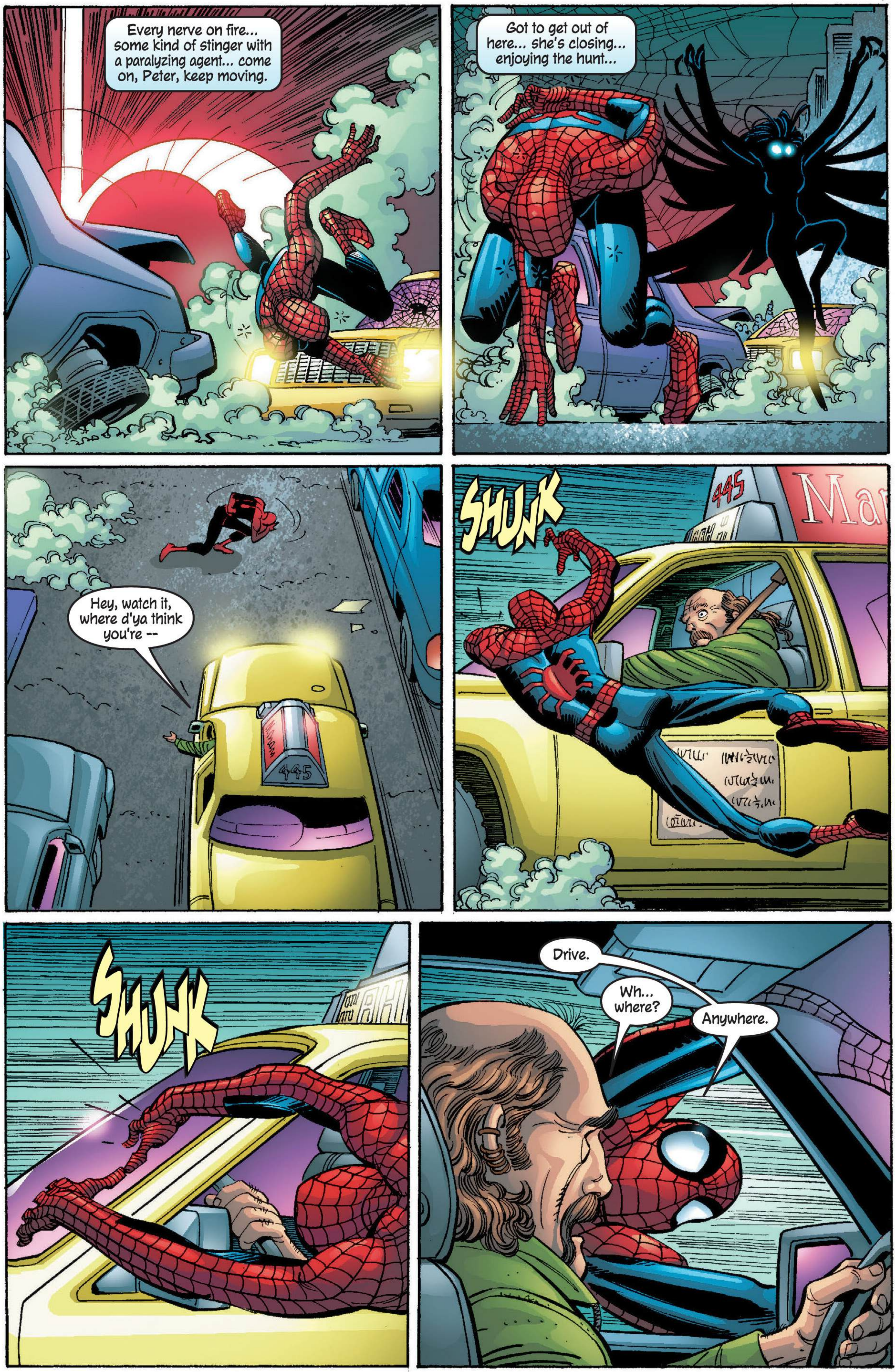

She hits me. Hard.
I don't even feel it.
All I want is to rip her limbs off and beat her with them.
Ummm... we'll be right back... after these words from our sponsor.

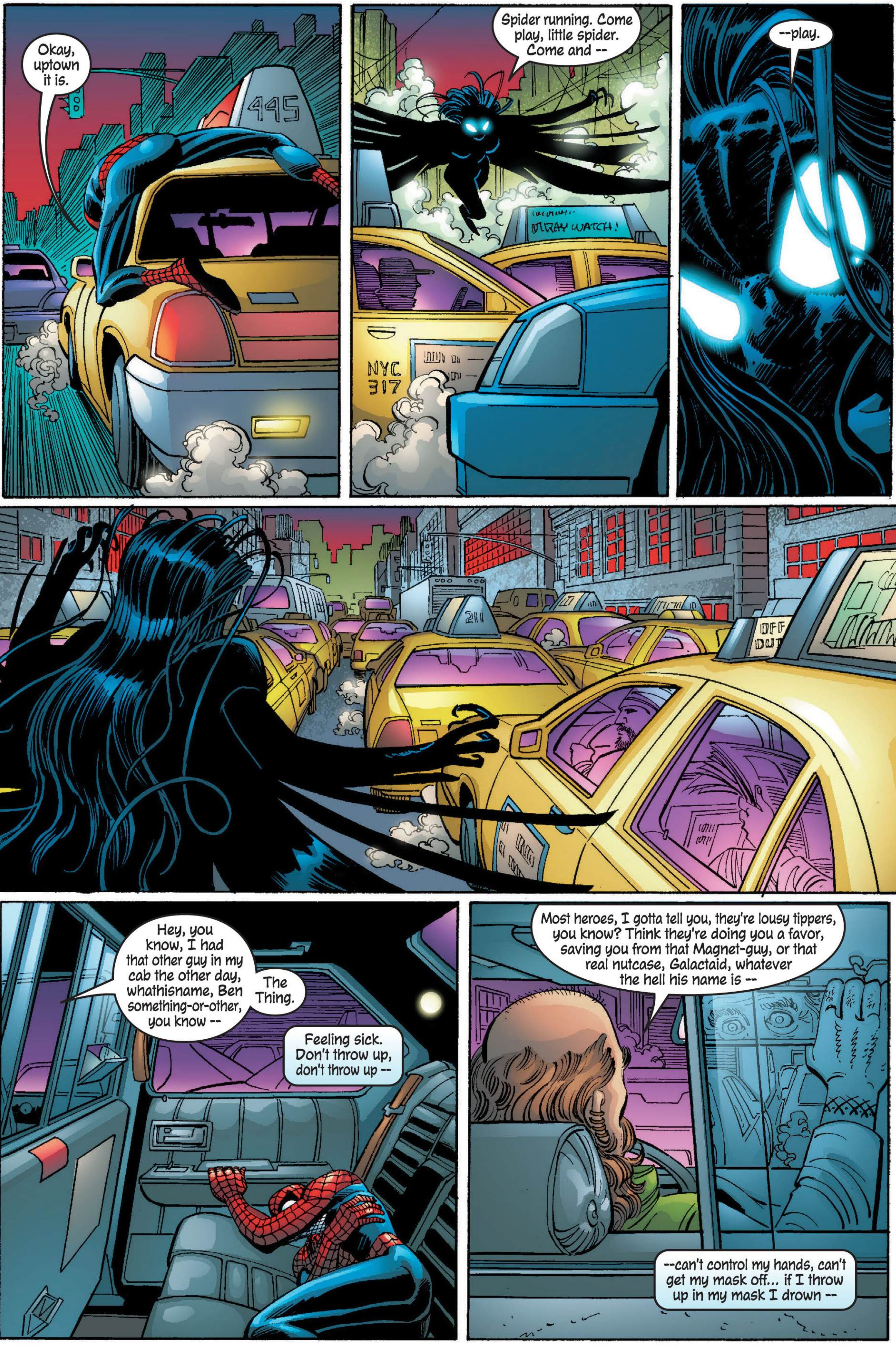

I hit her with everything I've got. I'm not holding back anymore.
She did worse than hit me. She hurt me in the deepest part of myself. My self-respect. My heart.
Listening to her, I wanted to be sick. Or take a bath.
Now as the rage fills me so that I'm half blind with fury, I want only one thing.
I want to kill her. For the first time in my life, I want to kill something. Because that's what she is. A thing. Inhuman. Monstrous.

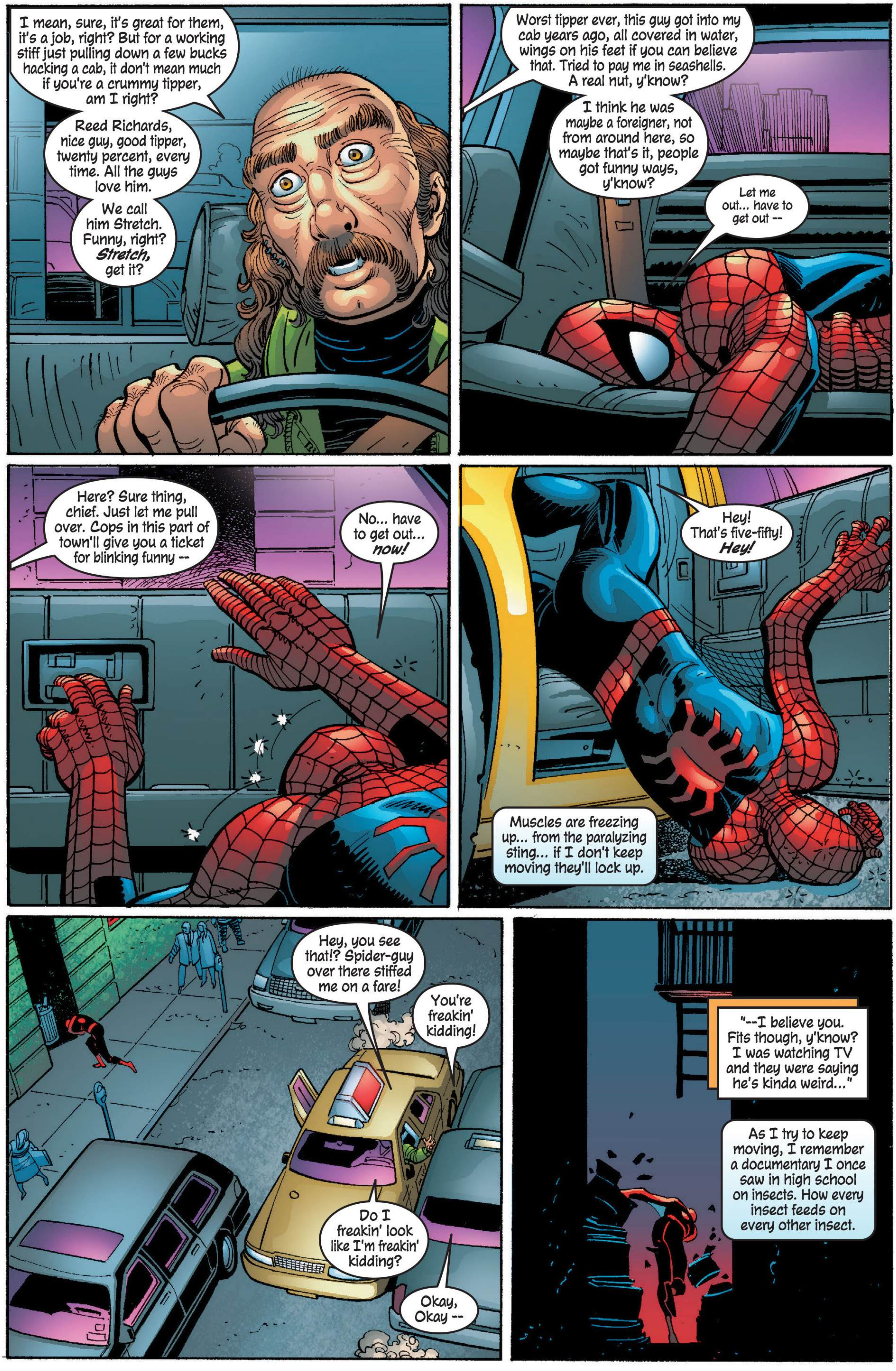

I want to grind her bones to powder with my bare hands. Fighting on sheer instinct. Not thinking, just fighting.
And it feels good. It feels --
Aaaaghhh!
Shush -- don't let him hear you!
Aaaaahhhh! Monster! Monster, Mommy, monster!
What's he pointing at me for? I'm not the monster, I --

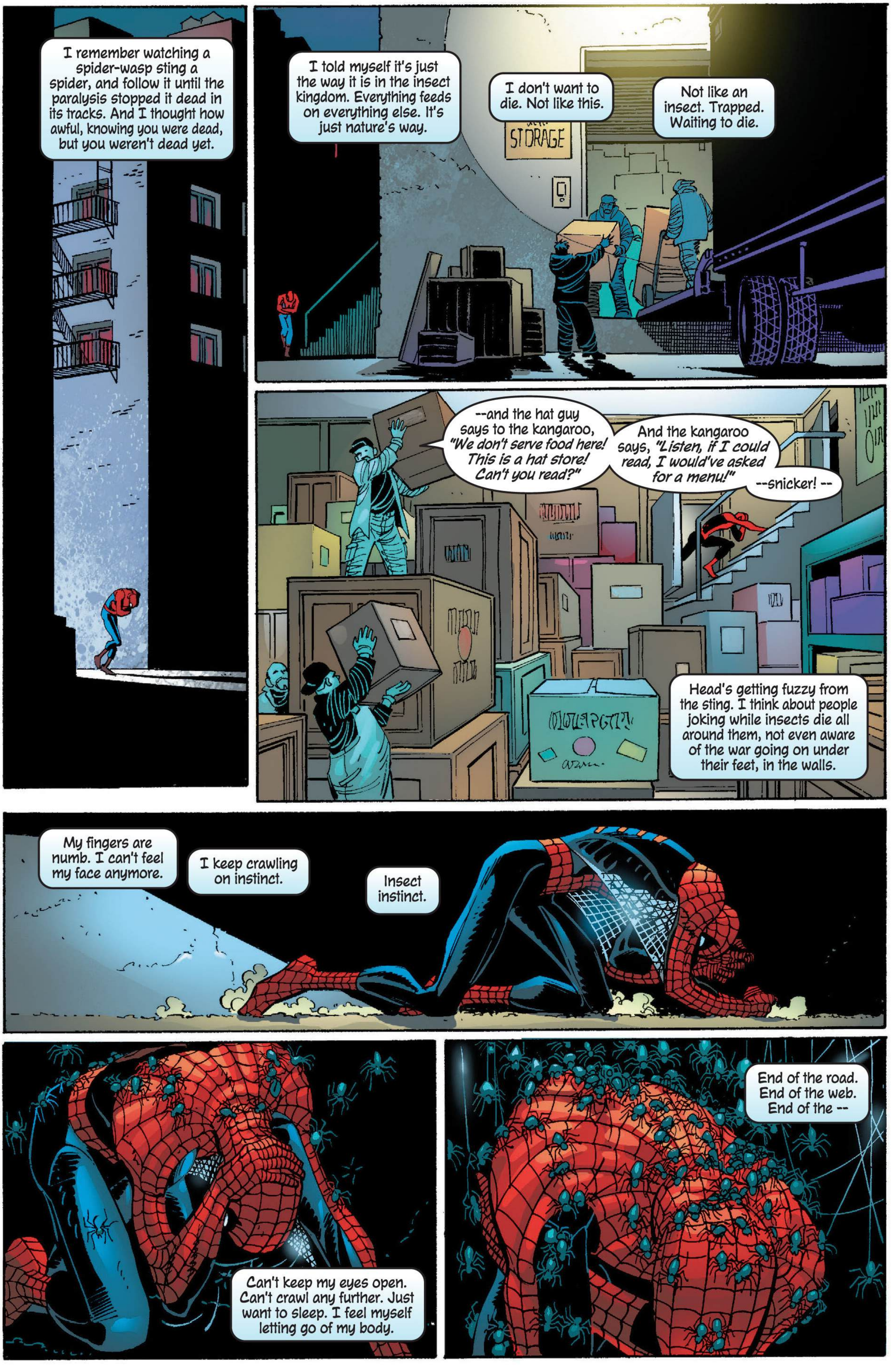

...ohmygod... what have I done? What was I thinking?
I wasn't thinking. I was acting on instinct. It's as if I --
Little man gone. Only spider now.
Shathra sent the man away.
Now Shathra and little spider are just what they are, and nothing they are not.
Now little spider is ripe.
She wanted me angry. She wanted me to lose control. Wanted me to be like her.
Spider to her wasp.
Natural enemies.
Pure and unambiguous.
Because what mother feeds impure food to her children?
I'm still running on instinct; have to get out of here, clear my head.

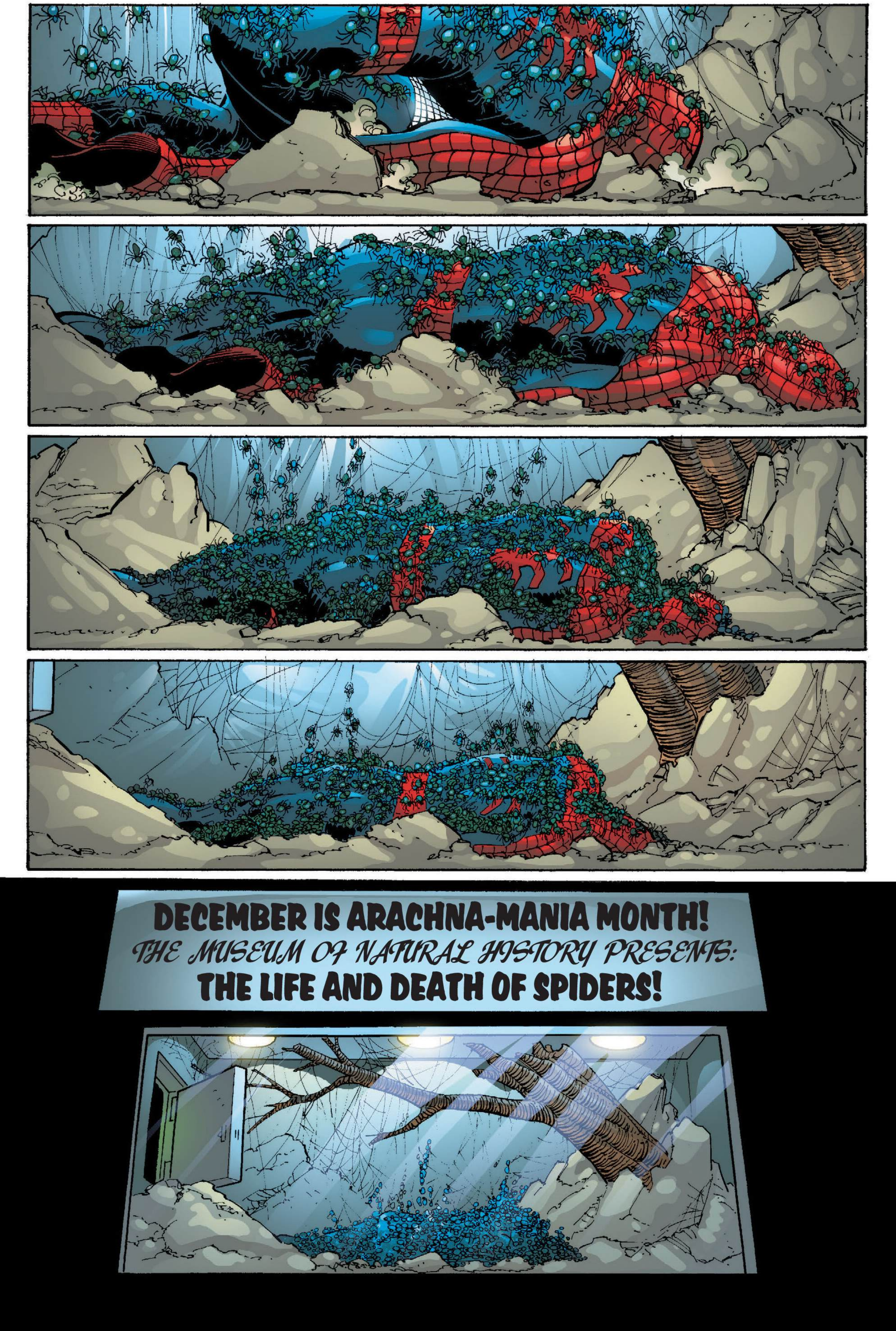

Worry about cleaning up the mess later, when I --
Hsssss--
Aaaaahhhh!
Damn it... feeling when I should have been thinking... back's on fire, spreading --

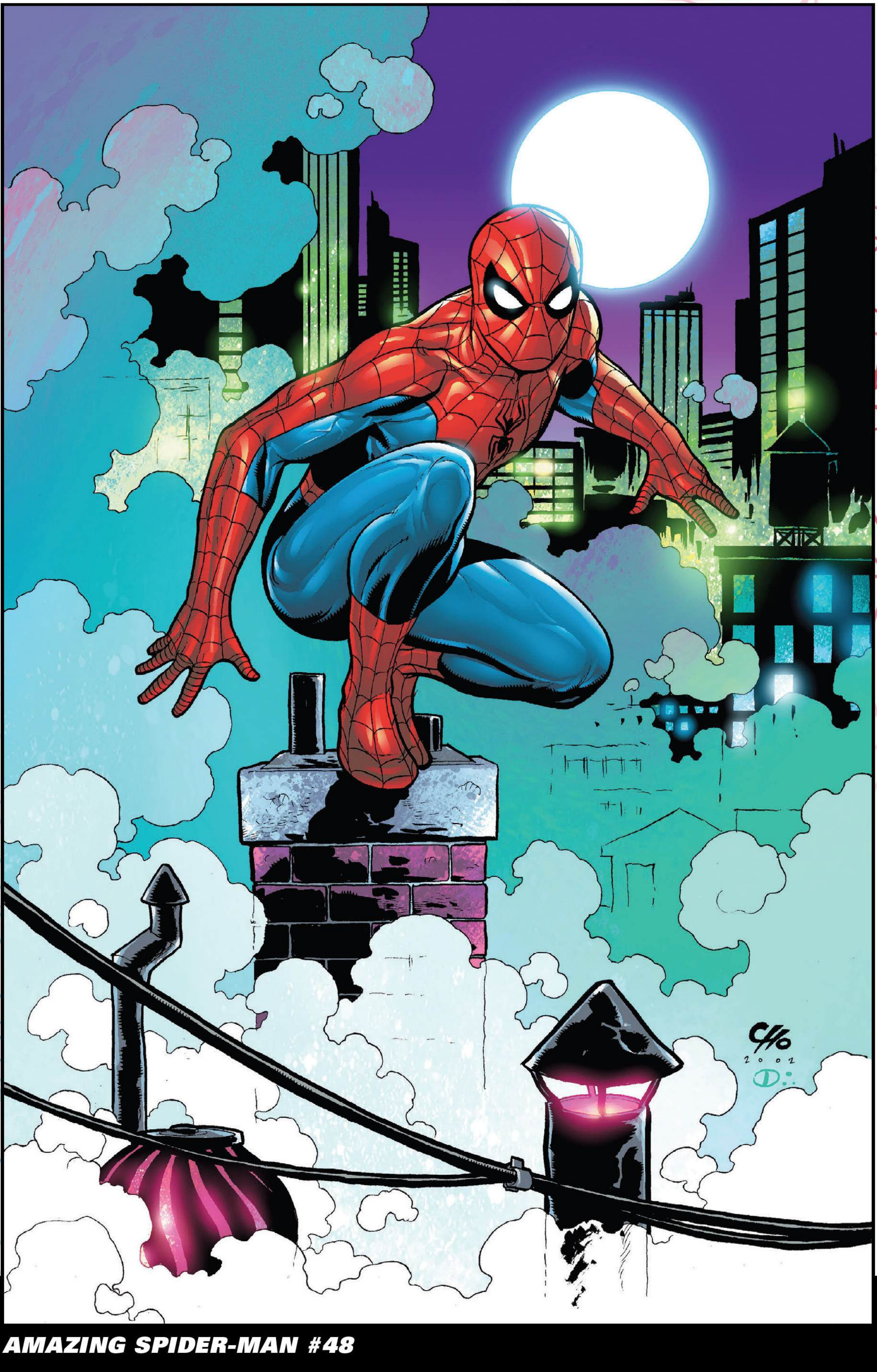

Every nerve on fire... some kind of stinger with a paralyzing agent... come on, Peter, keep moving.
Got to get out of here... she's closing... enjoying the hunt...
Hey, watch it, where d'ya think you're --
445
SHUNK
445
SHUNK
Drive.
Wh... where?
Anywhere.


Okay, uptown it is.
445
Spider running. Come play, little spider. Come and --
NYC 317
--play.
211
Hey, you know, I had that other guy in my cab the other day, whathisname, Ben something-or-other, you know --
The Thing.
Feeling sick. Don't throw up, don't throw up --
Most heroes, I gotta tell you, they're lousy tippers, you know? Think they're doing you a favor, saving you from that Magnet-guy, or that real nutcase, Galactaid, whatever the hell his name is --
--can't control my hands, can't get my mask off... if I throw up in my mask I drown --

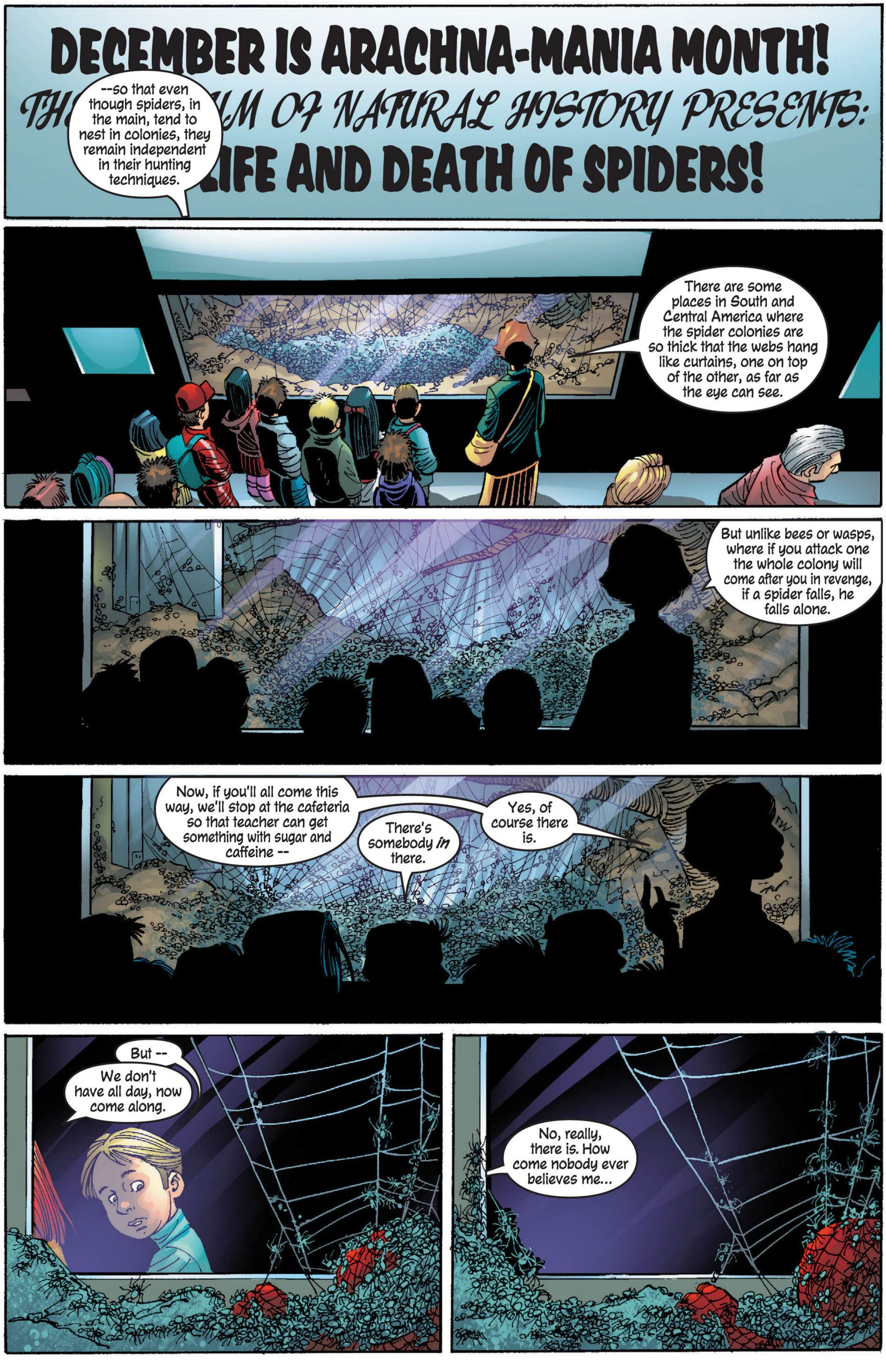

I mean, sure, it's great for them, it's a job, right? But for a working stiff just pulling down a few bucks hacking a cab, it don't mean much if you're a crummy tipper, am I right?
Reed Richards, nice guy, good tipper, twenty percent, every time. All the guys love him.
We call him Stretch. Funny, right? *Stretch,* get it?
Worst tipper ever, this guy got into my cab years ago, all covered in water, wings on his feet if you can believe that. Tried to pay me in seashells. A real nut, y'know?
I think he was maybe a foreigner, not from around here, so maybe that's it, people got funny ways, y'know?
Let me out... have to get out --
Here? Sure thing, chief. Just let me pull over. Cops in this part of town'll give you a ticket for blinking funny --
No... have to get out... *now!*
Hey! That's five-fifty! *Hey!*
Muscles are freezing up... from the paralyzing sting... if I don't keep moving they'll lock up.
Hey, you see that!? Spider-guy over there stiffed me on a fare!
You're freakin' kidding!
Do I freakin' look like I'm freakin' kidding?
Okay, Okay --
"--I believe you. Fits though, y'know? I was watching TV and they were saying he's kinda weird..."
As I try to keep moving, I remember a documentary I once saw in high school on insects. How every insect feeds on every other insect.

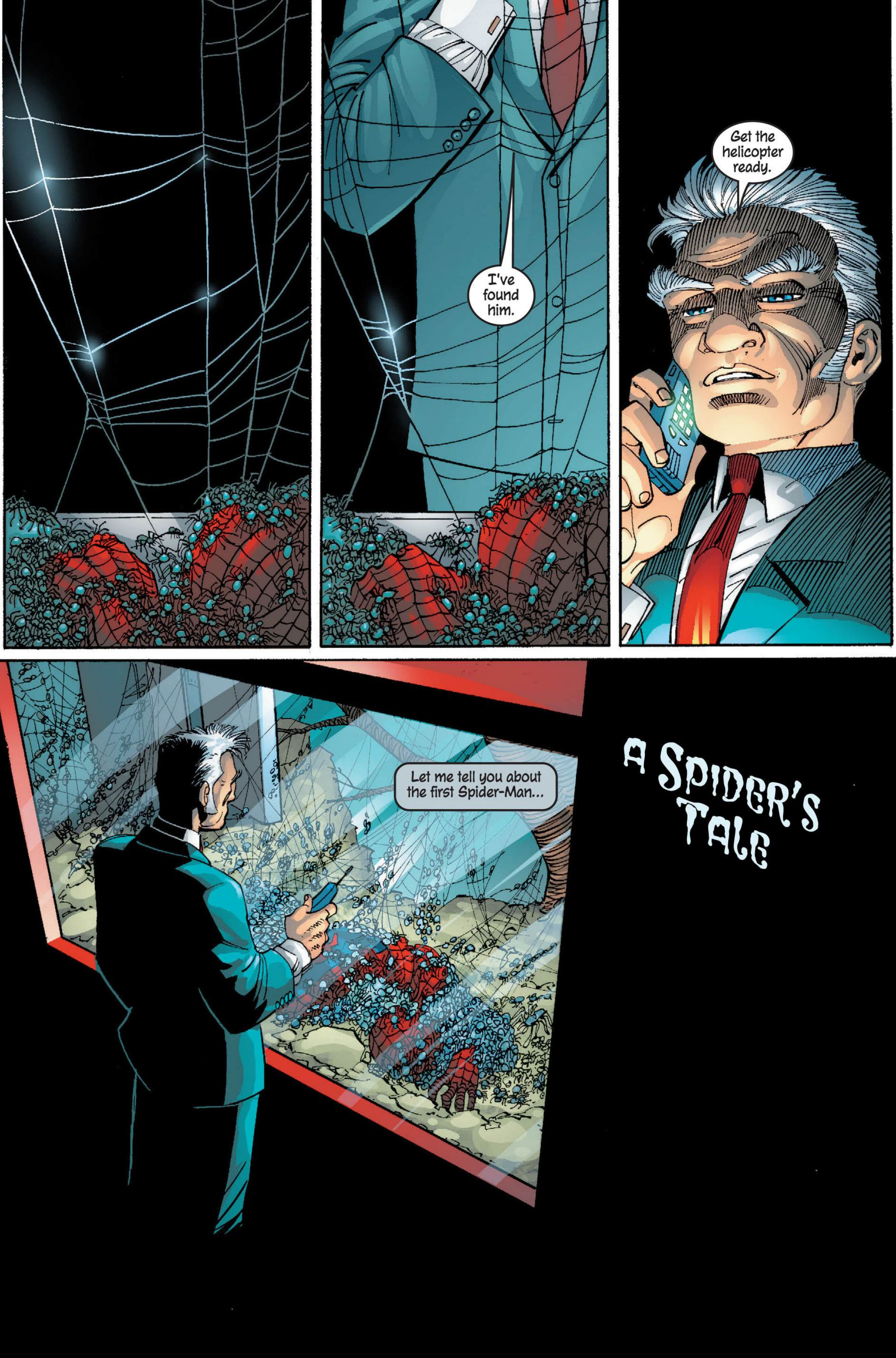

I remember watching a spider-wasp sting a spider, and follow it until the paralysis stopped it dead in its tracks. And I thought how awful, knowing you were dead, but you weren't dead yet.
I told myself it's just the way it is in the insect kingdom. Everything feeds on everything else. It's just nature's way.
I don't want to die. Not like this.
Not like an insect. Trapped. Waiting to die.
STORAGE
--and the hat guy says to the kangaroo, *"We don't serve food here! This is a hat store! Can't you read?"*
And the kangaroo says, *"Listen, if I could read, I would've asked for a menu!"*
--snicker! --
Head's getting fuzzy from the sting. I think about people joking while insects die all around them, not even aware of the war going on under their feet, in the walls.
My fingers are numb. I can't feel my face anymore.
I keep crawling on instinct.
Insect instinct.
Can't keep my eyes open. Can't crawl any further. Just want to sleep. I feel myself letting go of my body.
End of the road. End of the web. End of the --

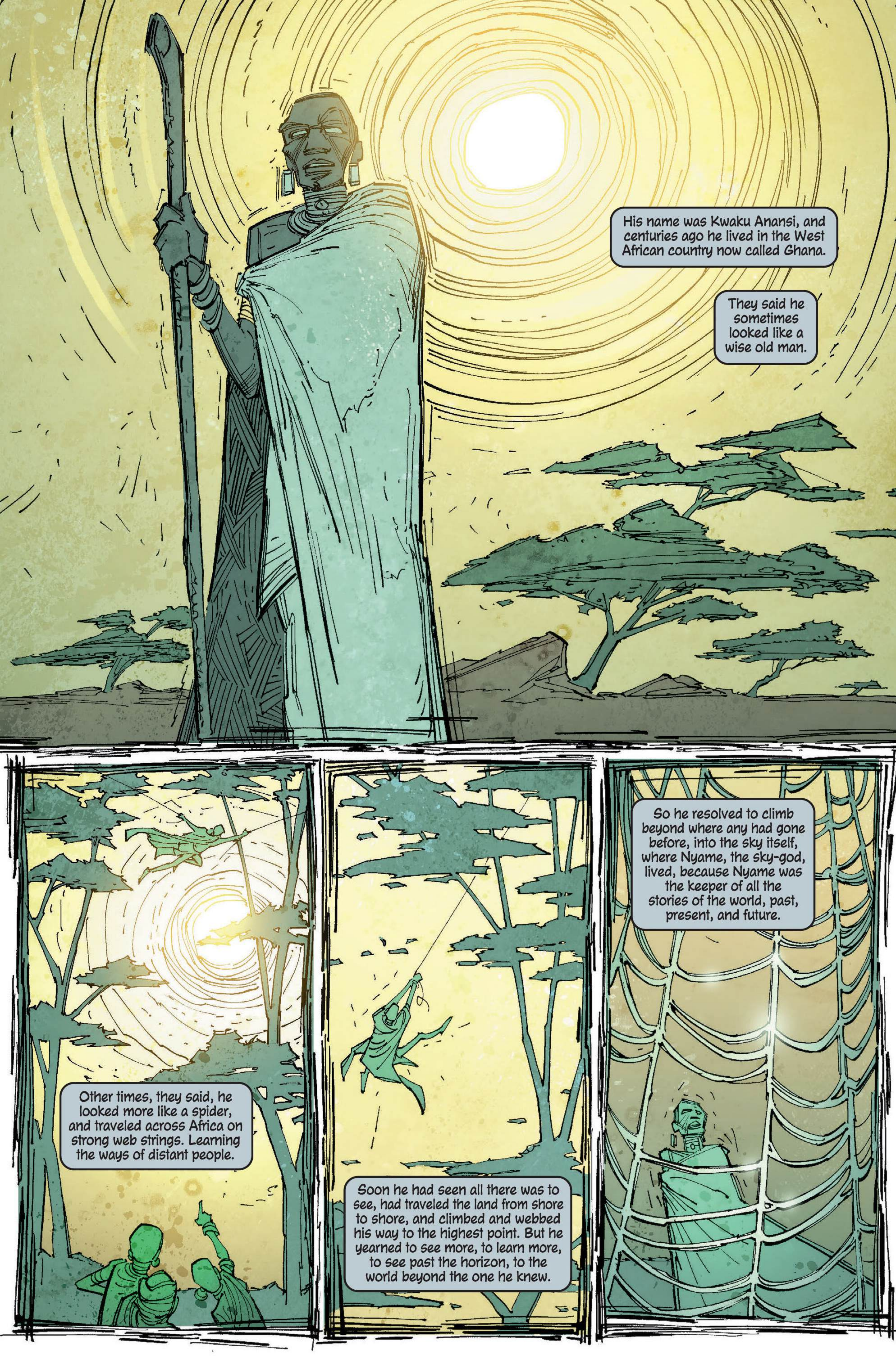

DECEMBER IS ARACHNA-MANIA MONTH!
THE MUSEUM OF NATURAL HISTORY PRESENTS:
THE LIFE AND DEATH OF SPIDERS!

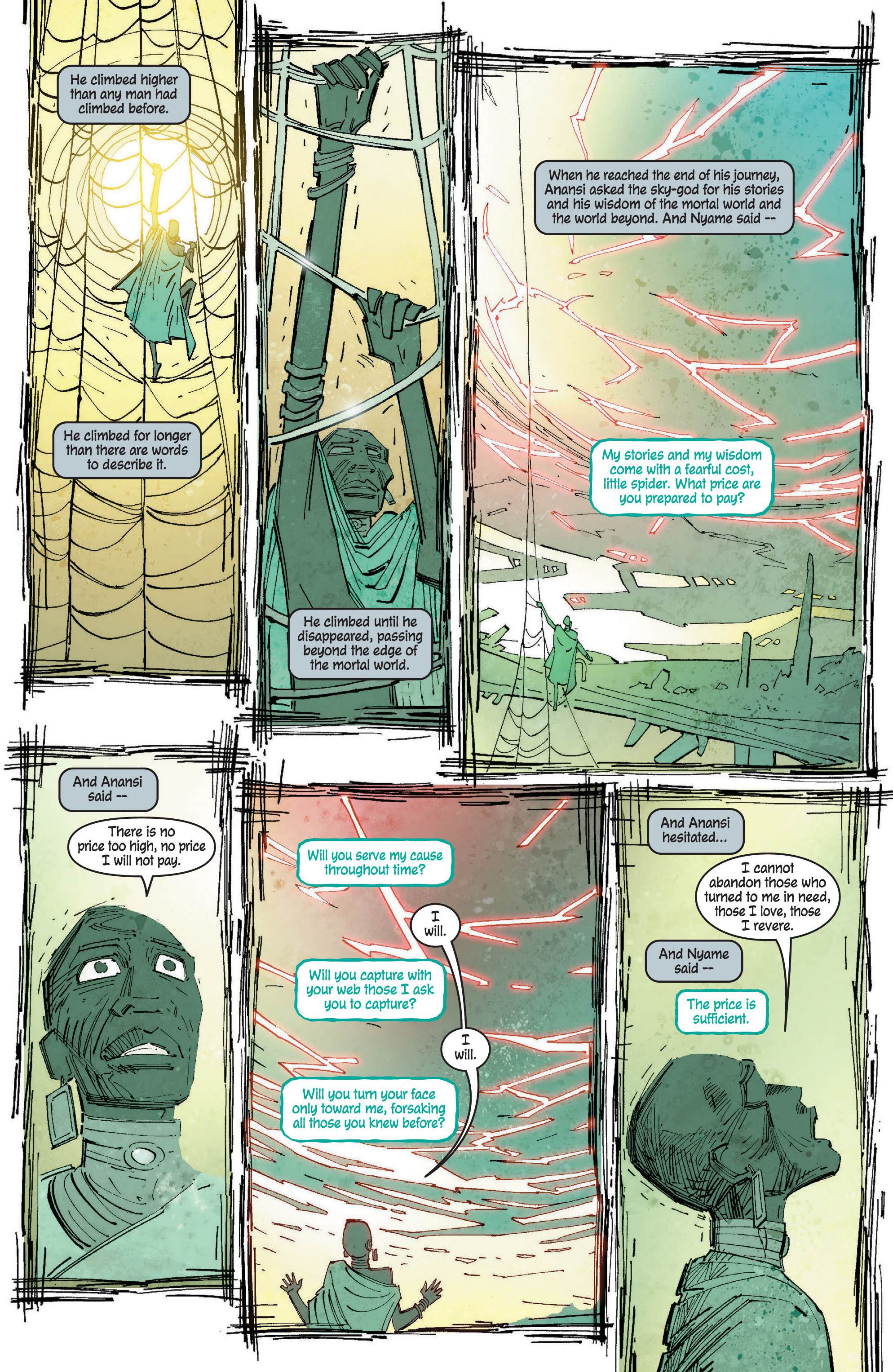


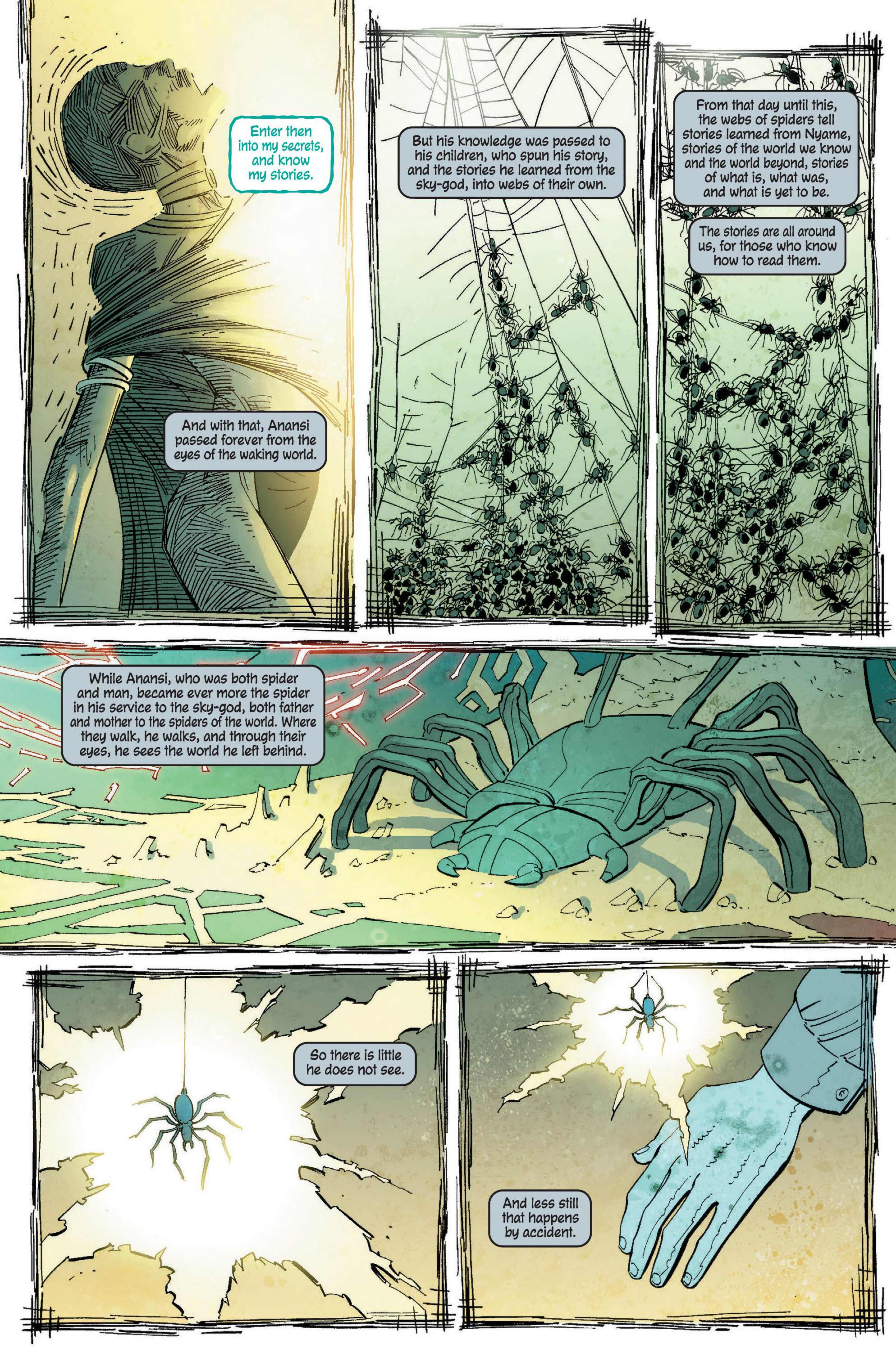
AMAZING SPIDER-MAN #48

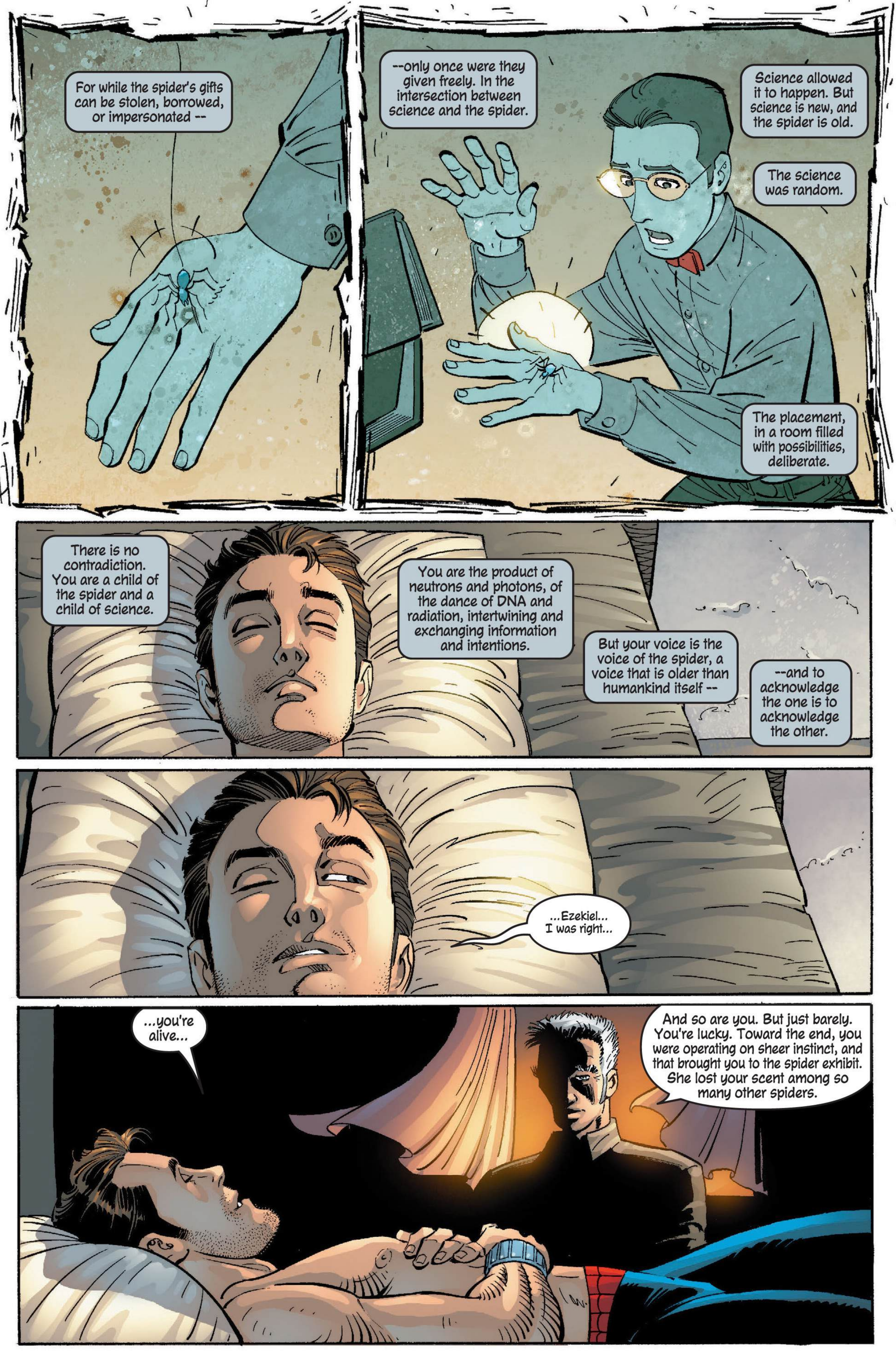

DECEMBER IS ARACHNA-MANIA MONTH!
TH UM OF NATURAL HISTORY PRESENTS:
LIFE AND DEATH OF SPIDERS!
--so that even though spiders, in the main, tend to nest in colonies, they remain independent in their hunting techniques.
There are some places in South and Central America where the spider colonies are so thick that the webs hang like curtains, one on top of the other, as far as the eye can see.
But unlike bees or wasps, where if you attack one the whole colony will come after you in revenge, if a spider falls, he falls alone.
Now, if you'll all come this way, we'll stop at the cafeteria so that teacher can get something with sugar and caffeine --
There's somebody *in* there.
Yes, of course there is.
But --
We don't have all day, now come along.
No, really, there is. How come nobody ever believes me...

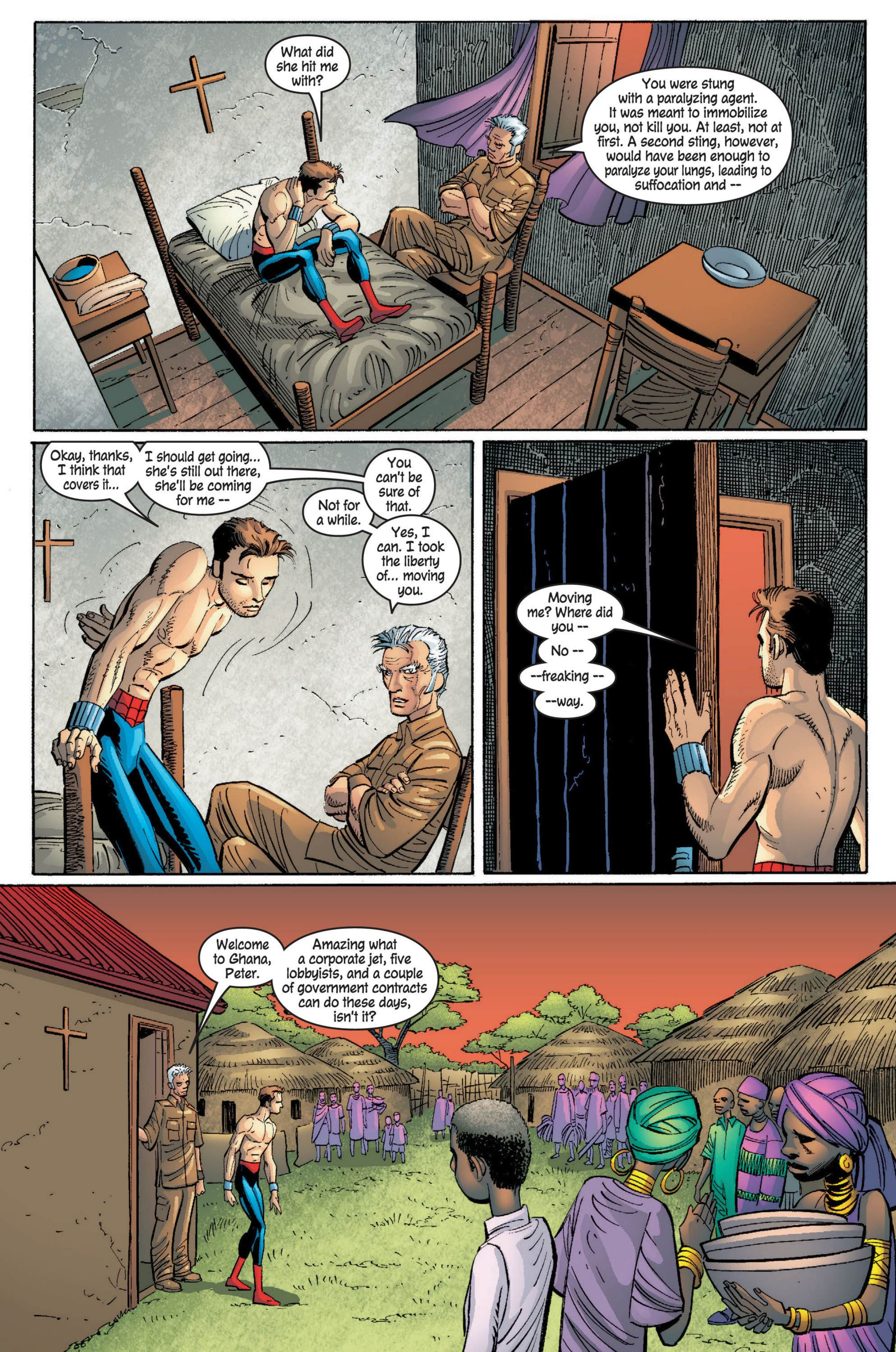

I've found him.
Get the helicopter ready.
Let me tell you about the first Spider-Man...
A SPIDER'S TALE

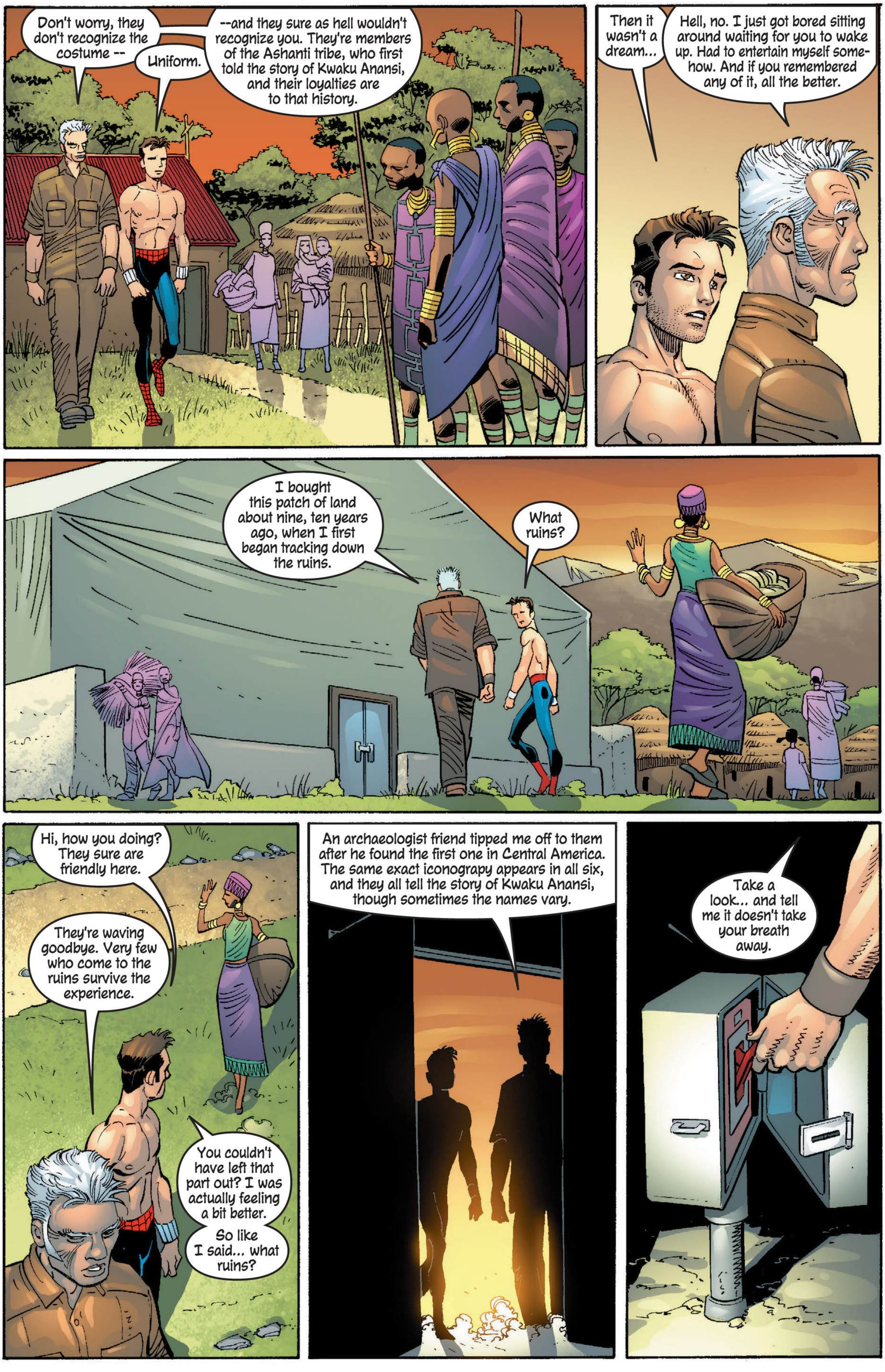

His name was Kwaku Anansi, and centuries ago he lived in the West African country now called Ghana.
They said he sometimes looked like a wise old man.
Other times, they said, he looked more like a spider, and traveled across Africa on strong web strings. Learning the ways of distant people.
Soon he had seen all there was to see, had traveled the land from shore to shore, and climbed and webbed his way to the highest point. But he yearned to see more, to learn more, to see past the horizon, to the world beyond the one he knew.
So he resolved to climb beyond where any had gone before, into the sky itself, where Nyame, the sky-god, lived, because Nyame was the keeper of all the stories of the world, past, present, and future.

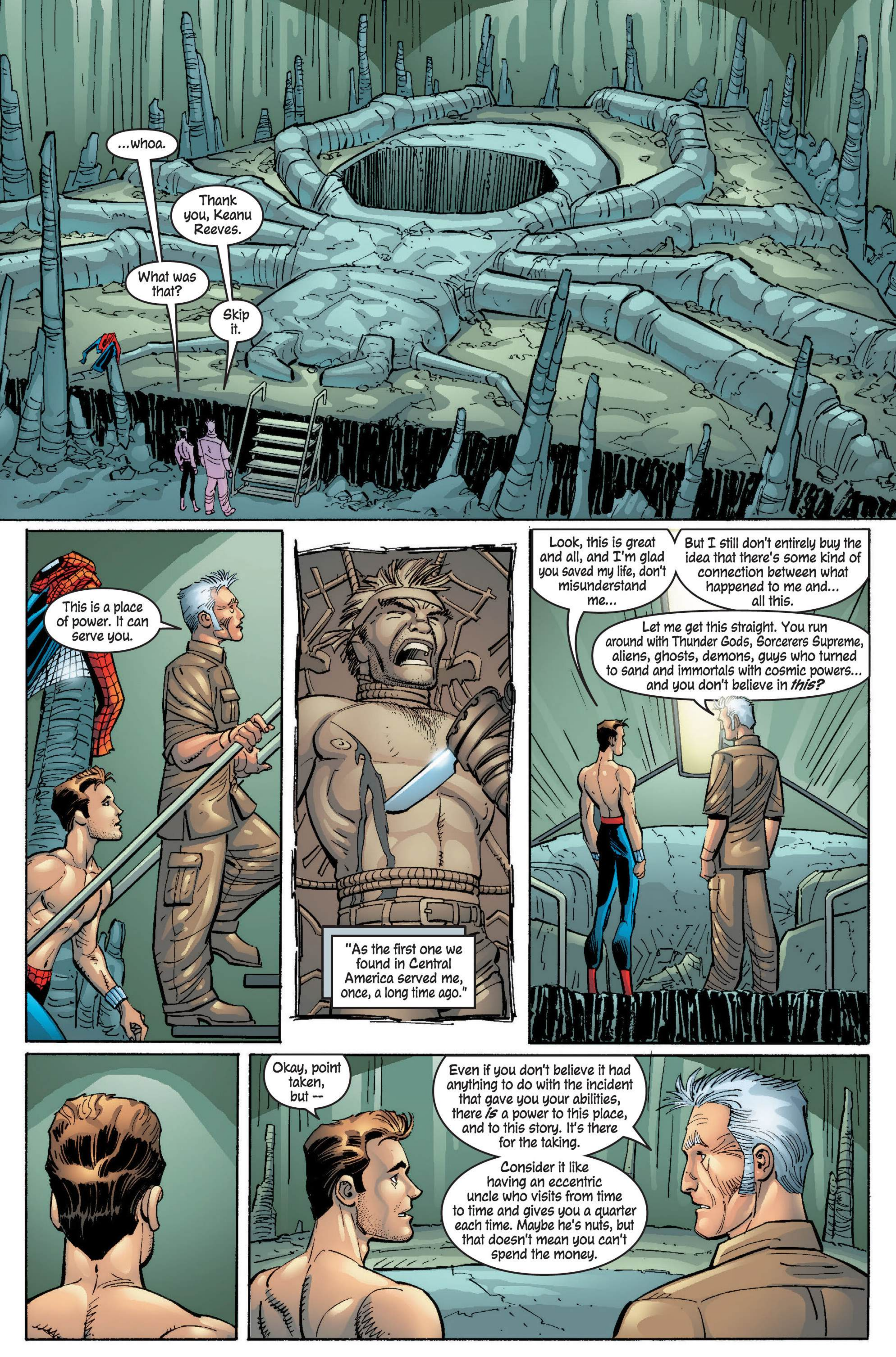

He climbed higher than any man had climbed before.
He climbed for longer than there are words to describe it.
He climbed until he disappeared, passing beyond the edge of the mortal world.
When he reached the end of his journey, Anansi asked the sky-god for his stories and his wisdom of the mortal world and the world beyond. And Nyame said --
My stories and my wisdom come with a fearful cost, little spider. What price are you prepared to pay?
And Anansi said --
There is no price too high, no price I will not pay.
Will you serve my cause throughout time?
I will.
Will you capture with your web those I ask you to capture?
I will.
Will you turn your face only toward me, forsaking all those you knew before?
And Anansi hesitated...
I cannot abandon those who turned to me in need, those I love, those I revere.
And Nyame said --
The price is sufficient.

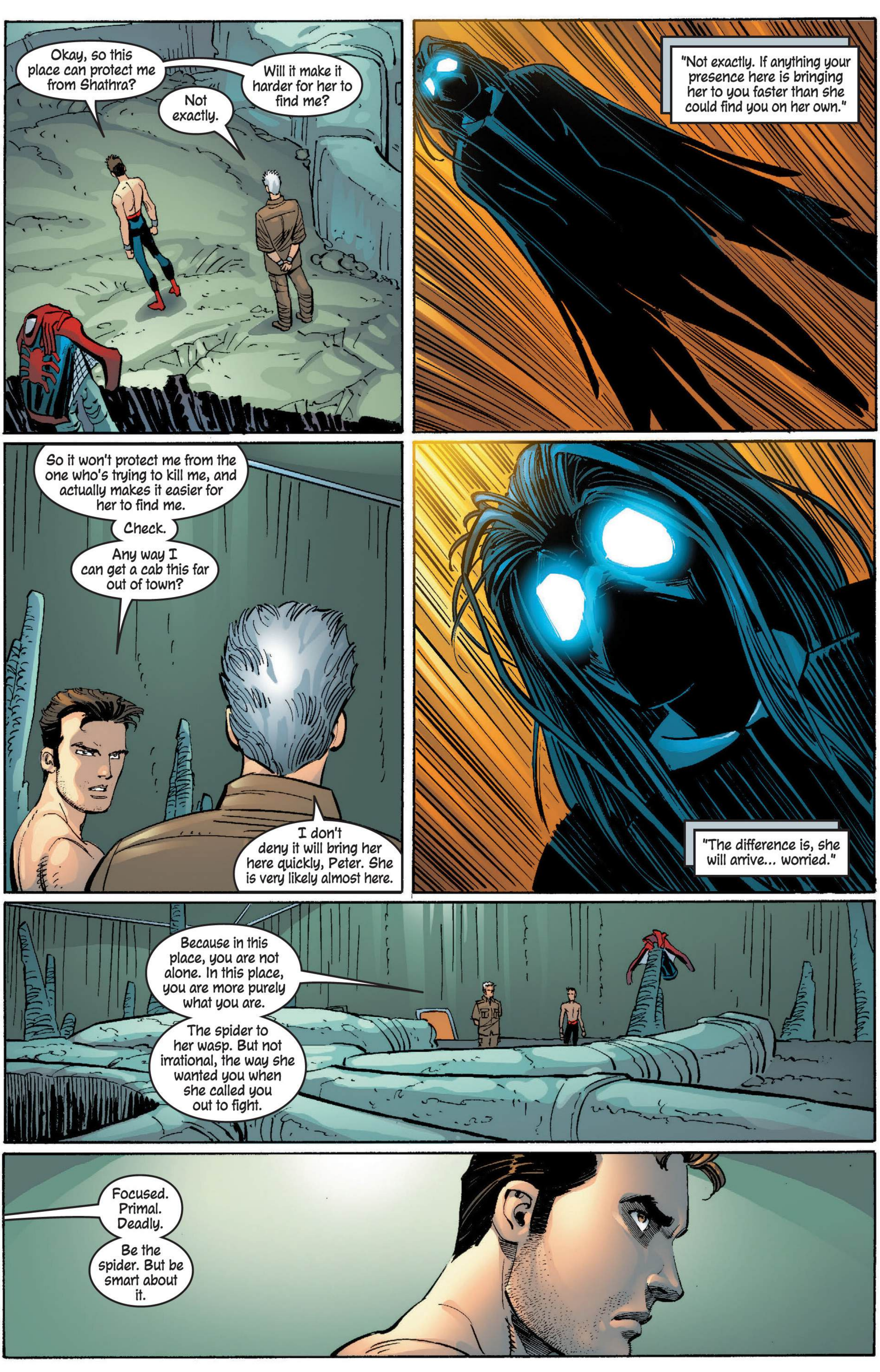

Enter then into my secrets, and know my stories.
And with that, Anansi passed forever from the eyes of the waking world.
But his knowledge was passed to his children, who spun his story, and the stories he learned from the sky-god, into webs of their own.
From that day until this, the webs of spiders tell stories learned from Nyame, stories of the world we know and the world beyond, stories of what is, what was, and what is yet to be.
The stories are all around us, for those who know how to read them.
While Anansi, who was both spider and man, became ever more the spider in his service to the sky-god, both father and mother to the spiders of the world. Where they walk, he walks, and through their eyes, he sees the world he left behind.
So there is little he does not see.
And less still that happens by accident.

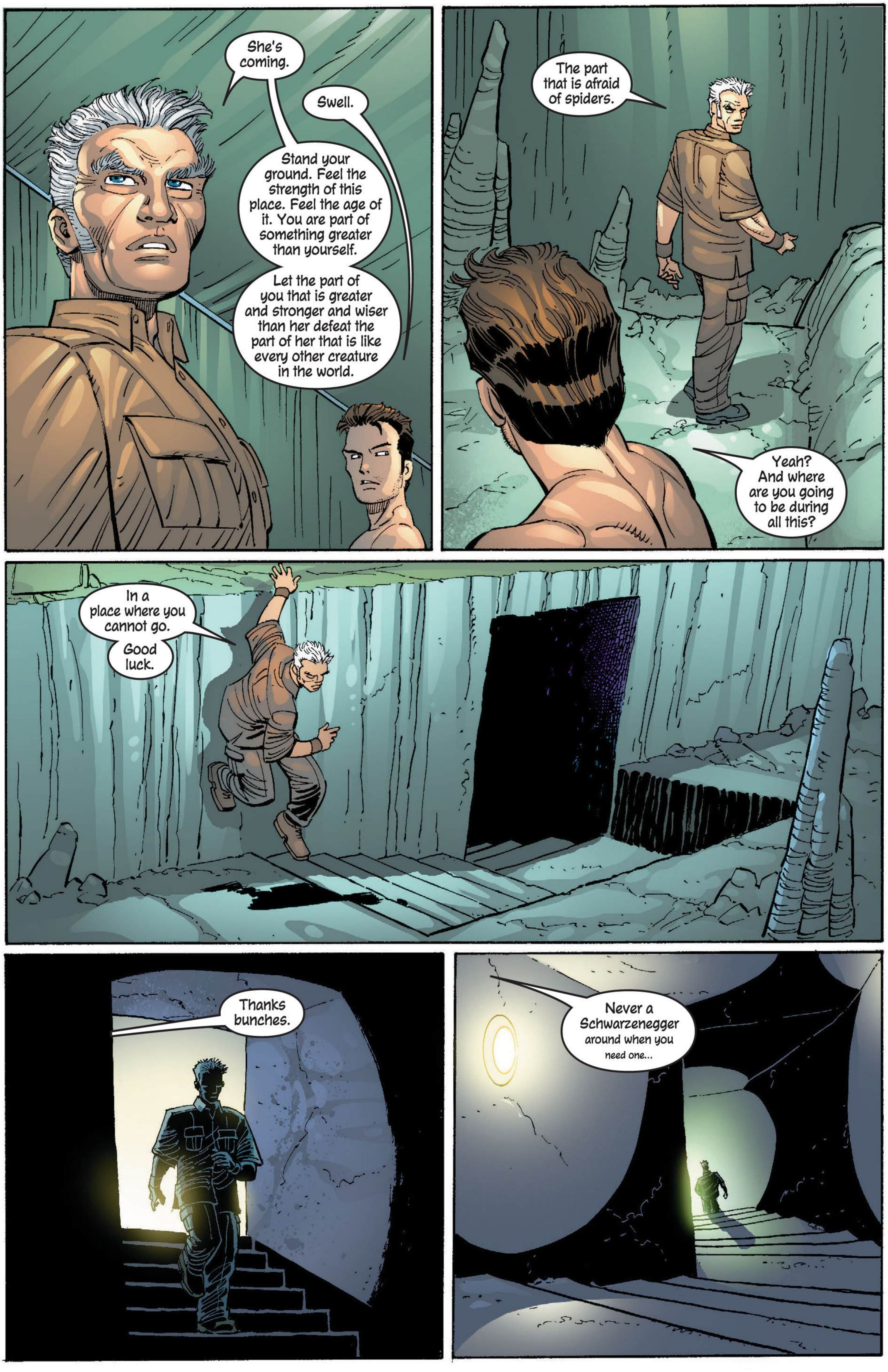

For while the spider's gifts can be stolen, borrowed, or impersonated --
--only once were they given freely. In the intersection between science and the spider.
Science allowed it to happen. But science is new, and the spider is old.
The science was random.
The placement, in a room filled with possibilities, deliberate.
There is no contradiction. You are a child of the spider and a child of science.
You are the product of neutrons and photons, of the dance of DNA and radiation, intertwining and exchanging information and intentions.
But your voice is the voice of the spider, a voice that is older than humankind itself --
--and to acknowledge the one is to acknowledge the other.
...Ezekiel... I was right...
...you're alive...
And so are you. But just barely. You're lucky. Toward the end, you were operating on sheer instinct, and that brought you to the spider exhibit. She lost your scent among so many other spiders.

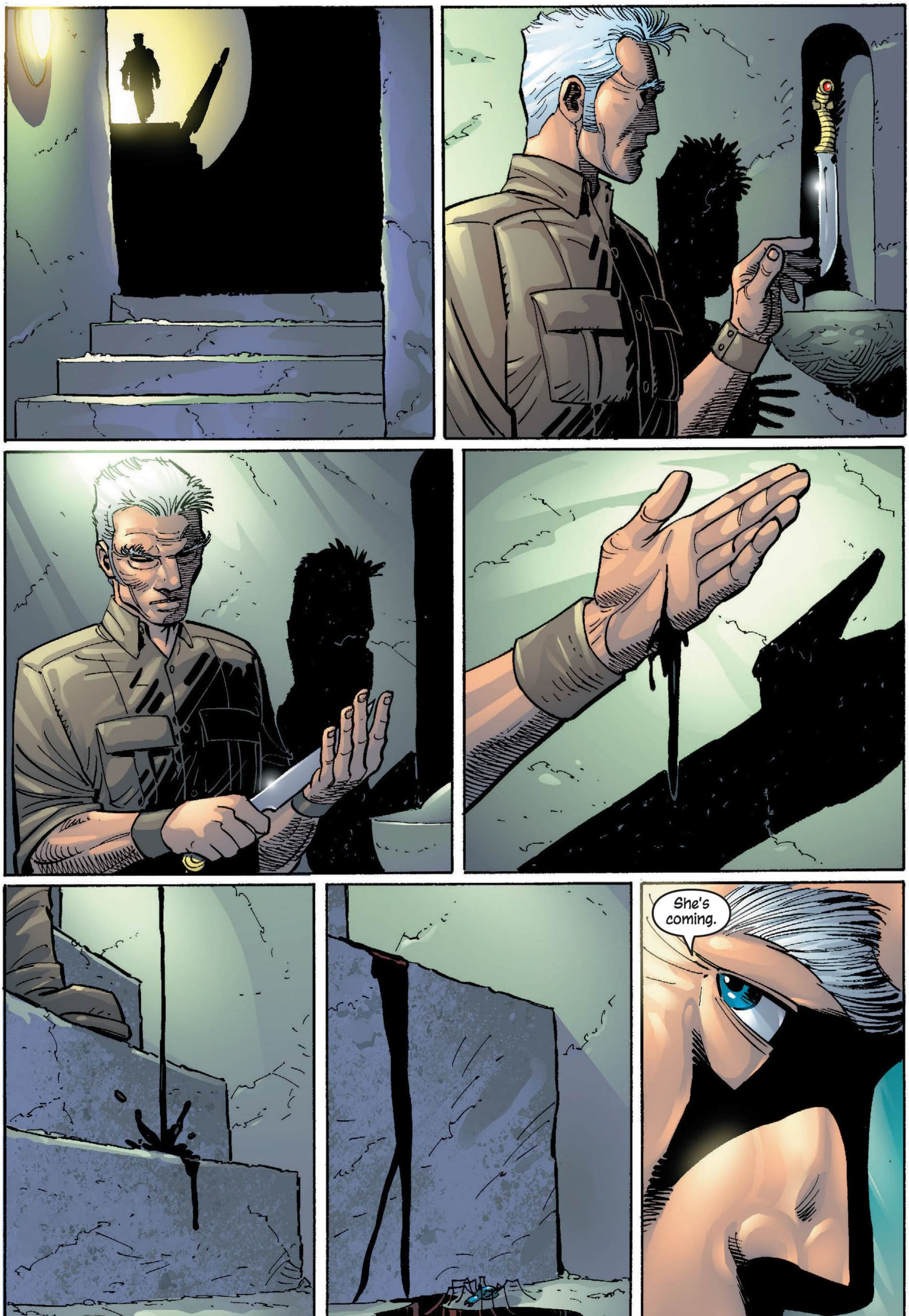

What did she hit me with?
You were stung with a paralyzing agent. It was meant to immobilize you, not kill you. At least, not at first. A second sting, however, would have been enough to paralyze your lungs, leading to suffocation and --
Okay, thanks, I think that covers it...
I should get going... she's still out there, she'll be coming for me --
You can't be sure of that.
Not for a while.
Yes, I can. I took the liberty of... moving you.
Moving me? Where did you --
No --
--freaking --
--way.
Welcome to Ghana, Peter.
Amazing what a corporate jet, five lobbyists, and a couple of government contracts can do these days, isn't it?

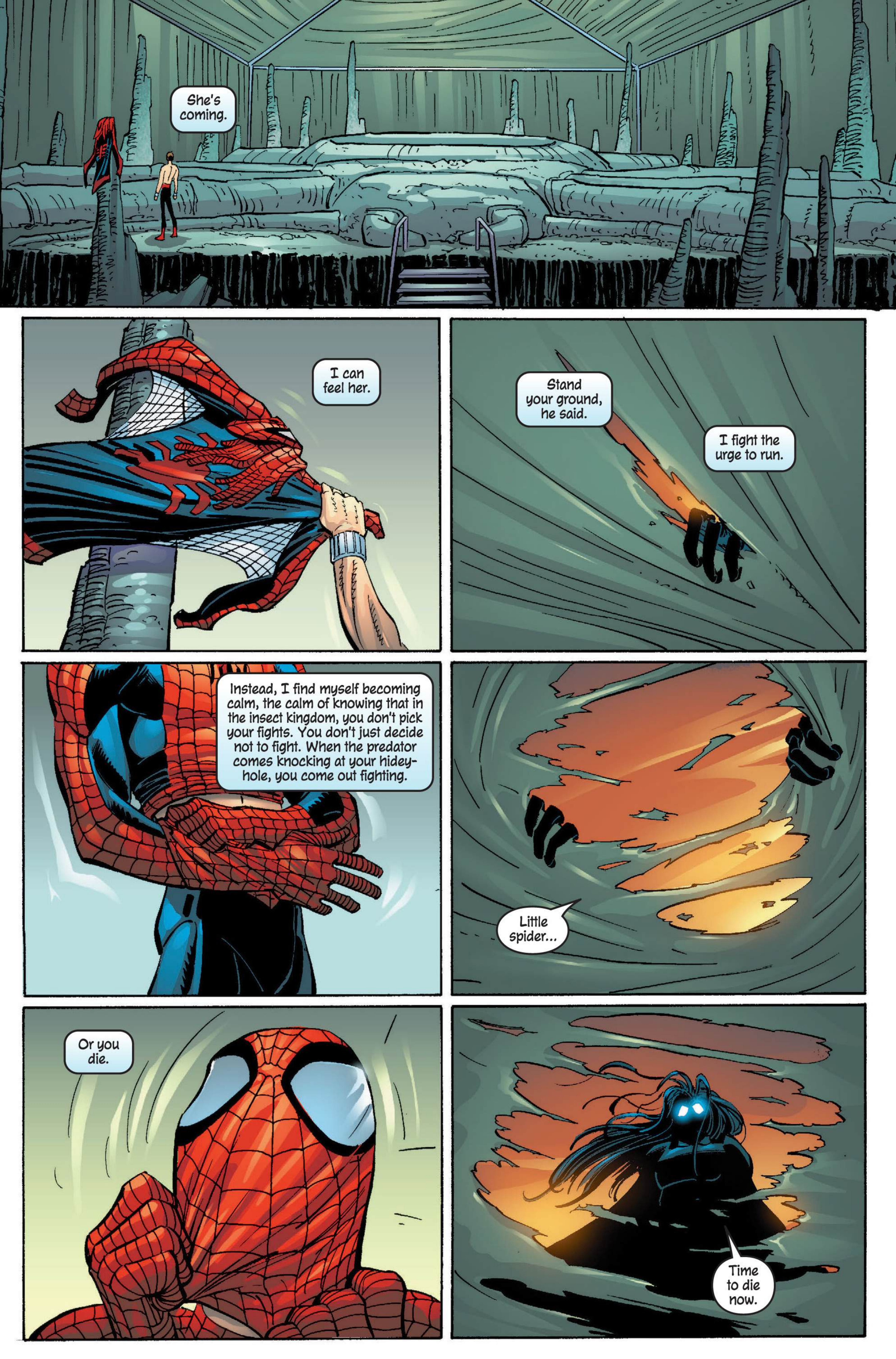

Don't worry, they don't recognize the costume --
Uniform.
--and they sure as hell wouldn't recognize you. They're members of the Ashanti tribe, who first told the story of Kwaku Anansi, and their loyalties are to that history.
Then it wasn't a dream...
Hell, no. I just got bored sitting around waiting for you to wake up. Had to entertain myself somehow. And if you remembered any of it, all the better.
I bought this patch of land about nine, ten years ago, when I first began tracking down the ruins.
What ruins?
Hi, how you doing? They sure are friendly here.
They're waving goodbye. Very few who come to the ruins survive the experience.
You couldn't have left that part out? I was actually feeling a bit better.
So like I said... what ruins?
An archaeologist friend tipped me off to them after he found the first one in Central America. The same exact iconograpy appears in all six, and they all tell the story of Kwaku Anansi, though sometimes the names vary.
Take a look... and tell me it doesn't take your breath away.

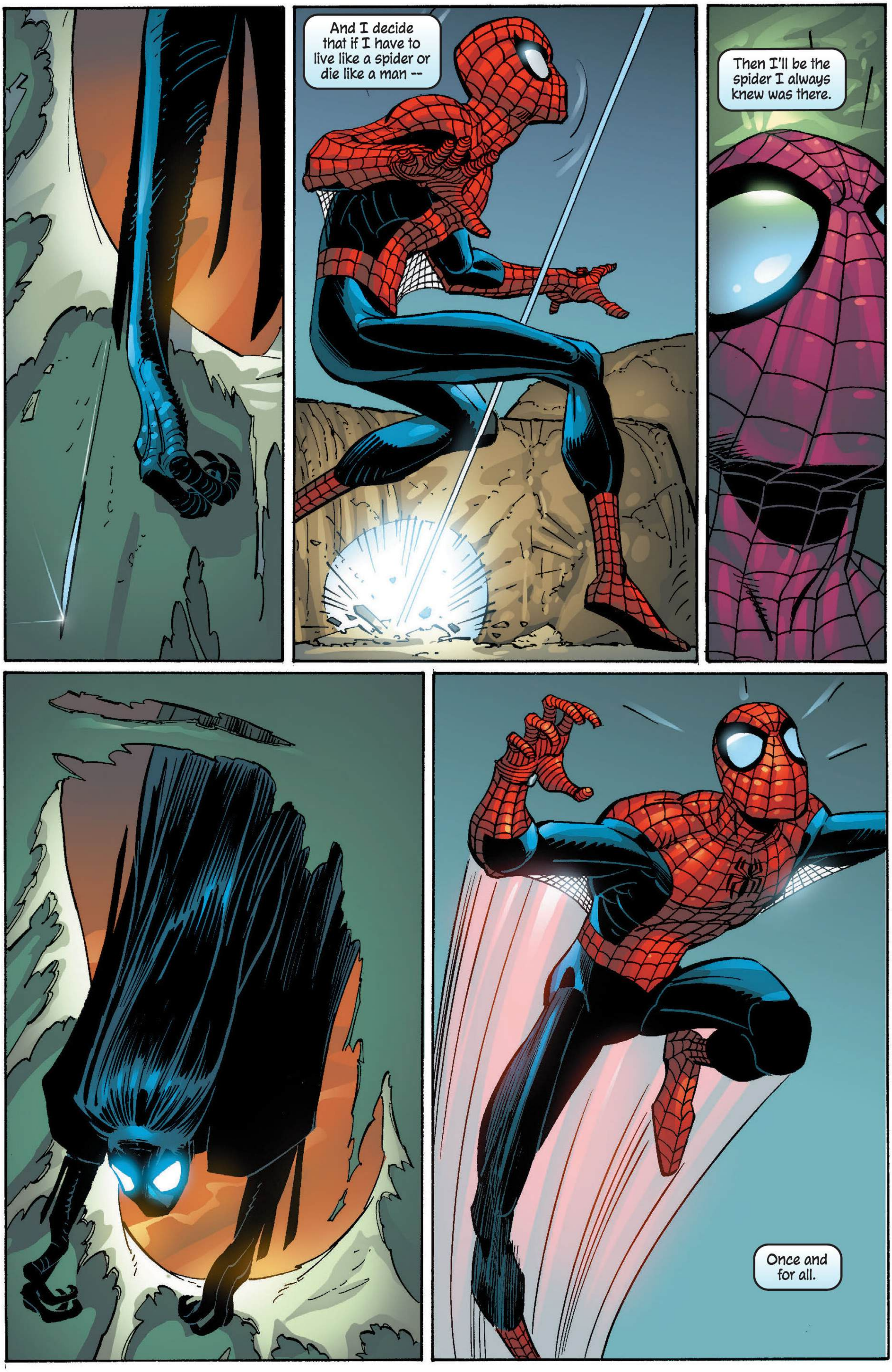

...whoa.
Thank you, Keanu Reeves.
What was that?
Skip it.
This is a place of power. It can serve you.
"As the first one we found in Central America served me, once, a long time ago."
Look, this is great and all, and I'm glad you saved my life, don't misunderstand me...
But I still don't entirely buy the idea that there's some kind of connection between what happened to me and... all this.
Let me get this straight. You run around with Thunder Gods, Sorcerers Supreme, aliens, ghosts, demons, guys who turned to sand and immortals with cosmic powers... and you don't believe in *this?*
Okay, point taken, but --
Even if you don't believe it had anything to do with the incident that gave you your abilities, there *is* a power to this place, and to this story. It's there for the taking.
Consider it like having an eccentric uncle who visits from time to time and gives you a quarter each time. Maybe he's nuts, but that doesn't mean you can't spend the money.

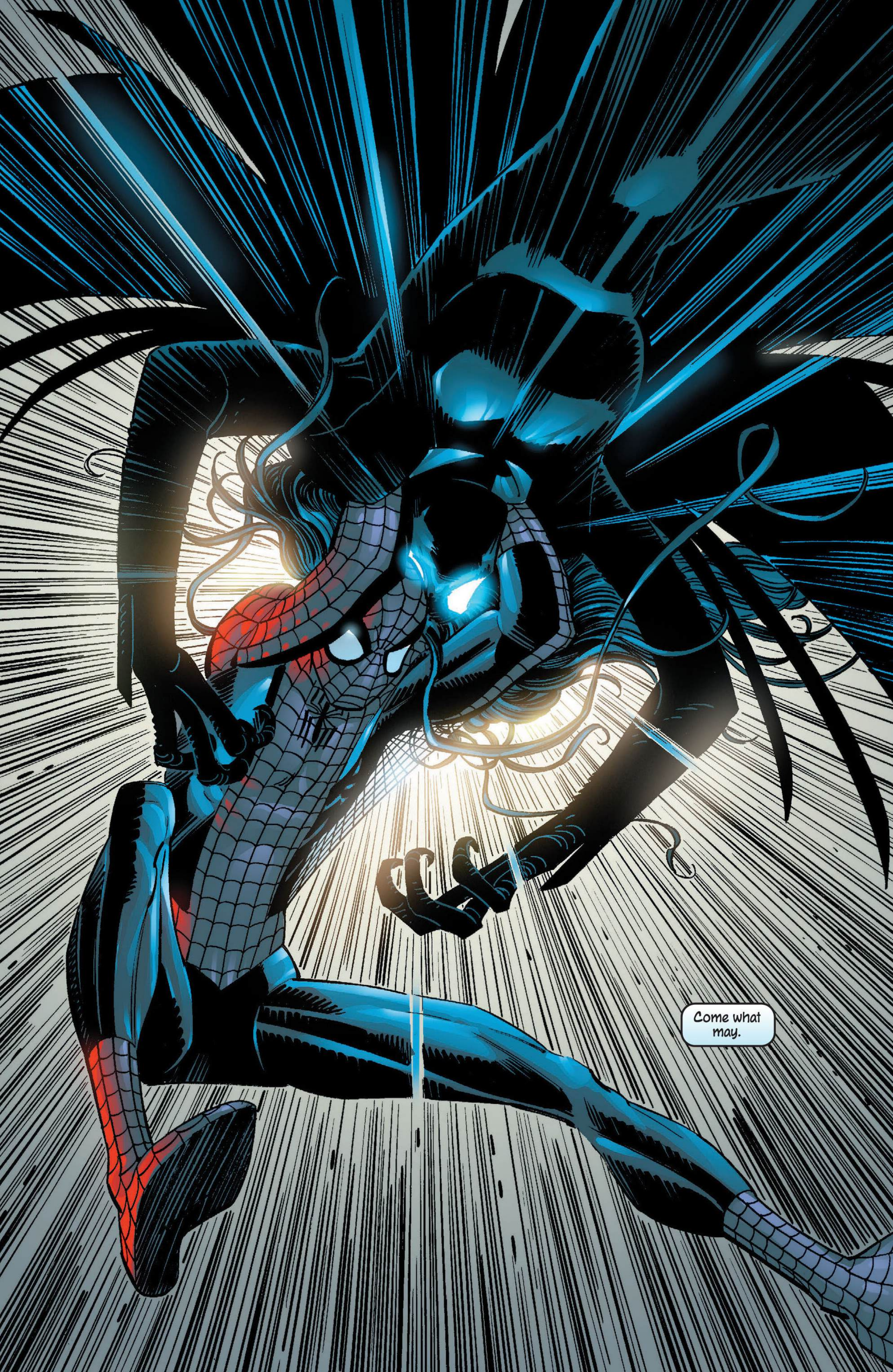

Okay, so this place can protect me from Shathra?
Will it make it harder for her to find me?
Not exactly.
"Not exactly. If anything your presence here is bringing her to you faster than she could find you on her own."
So it won't protect me from the one who's trying to kill me, and actually makes it easier for her to find me.
Check.
Any way I can get a cab this far out of town?
I don't deny it will bring her here quickly, Peter. She is very likely almost here.
"The difference is, she will arrive... worried."
Because in this place, you are not alone. In this place, you are more purely what you are.
The spider to her wasp. But not irrational, the way she wanted you when she called you out to fight.
Focused. Primal. Deadly.
Be the spider. But be smart about it.

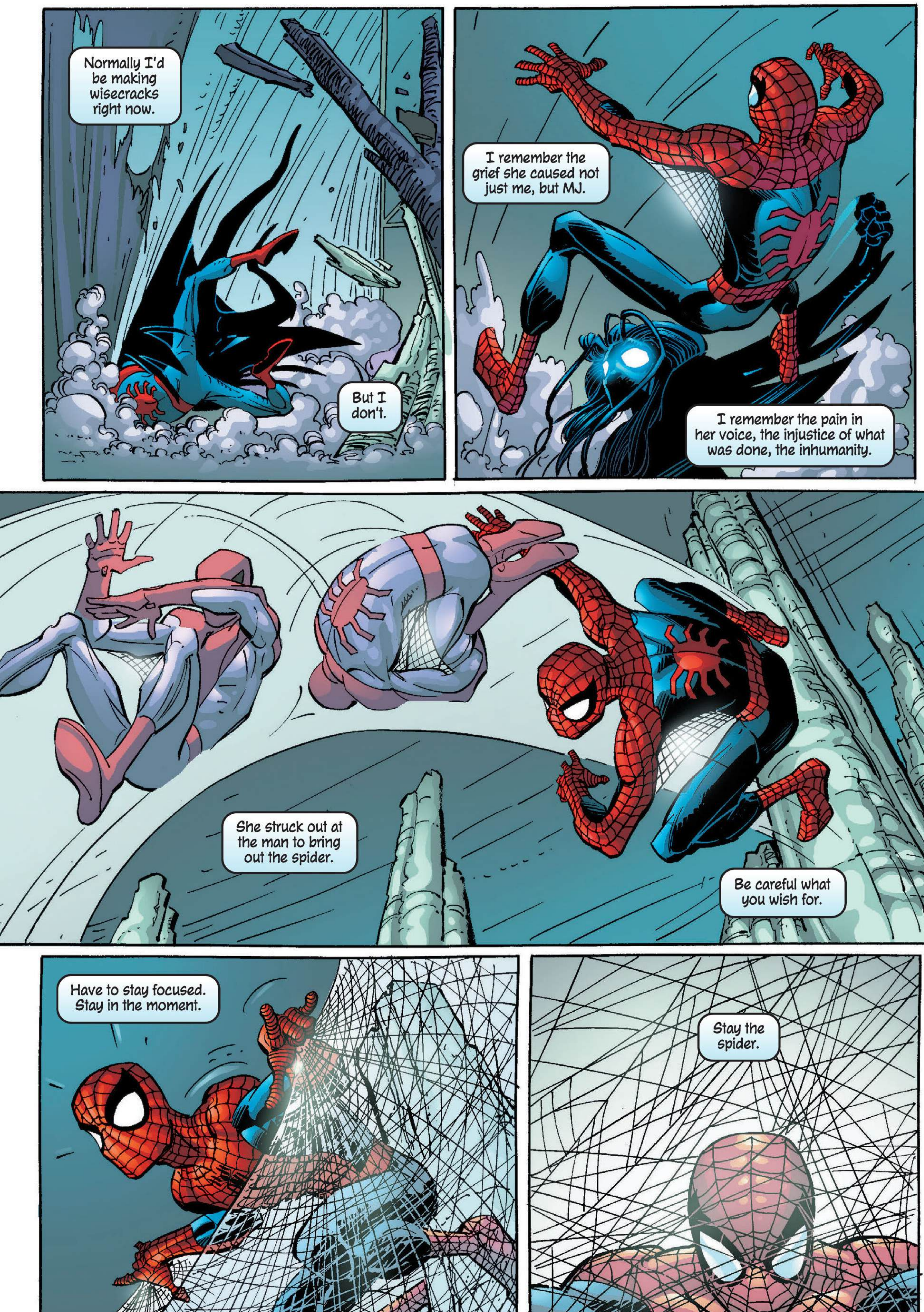

She's coming.
Swell.
Stand your ground. Feel the strength of this place. Feel the age of it. You are part of something greater than yourself.
Let the part of you that is greater and stronger and wiser than her defeat the part of her that is like every other creature in the world.
The part that is afraid of spiders.
Yeah? And where are you going to be during all this?
In a place where you cannot go.
Good luck.
Thanks bunches.
Never a Schwarzenegger around when you need one...

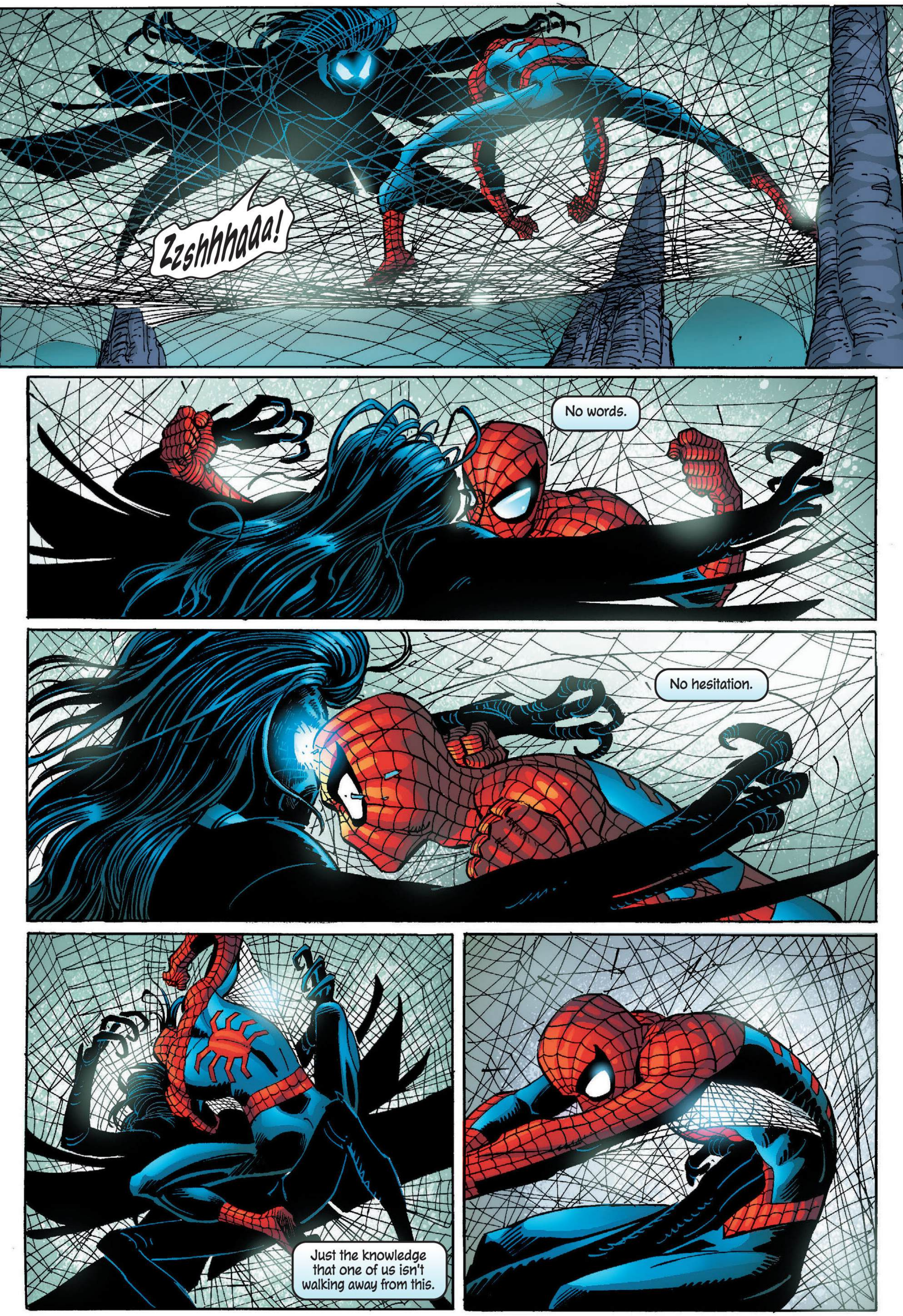

She's coming.

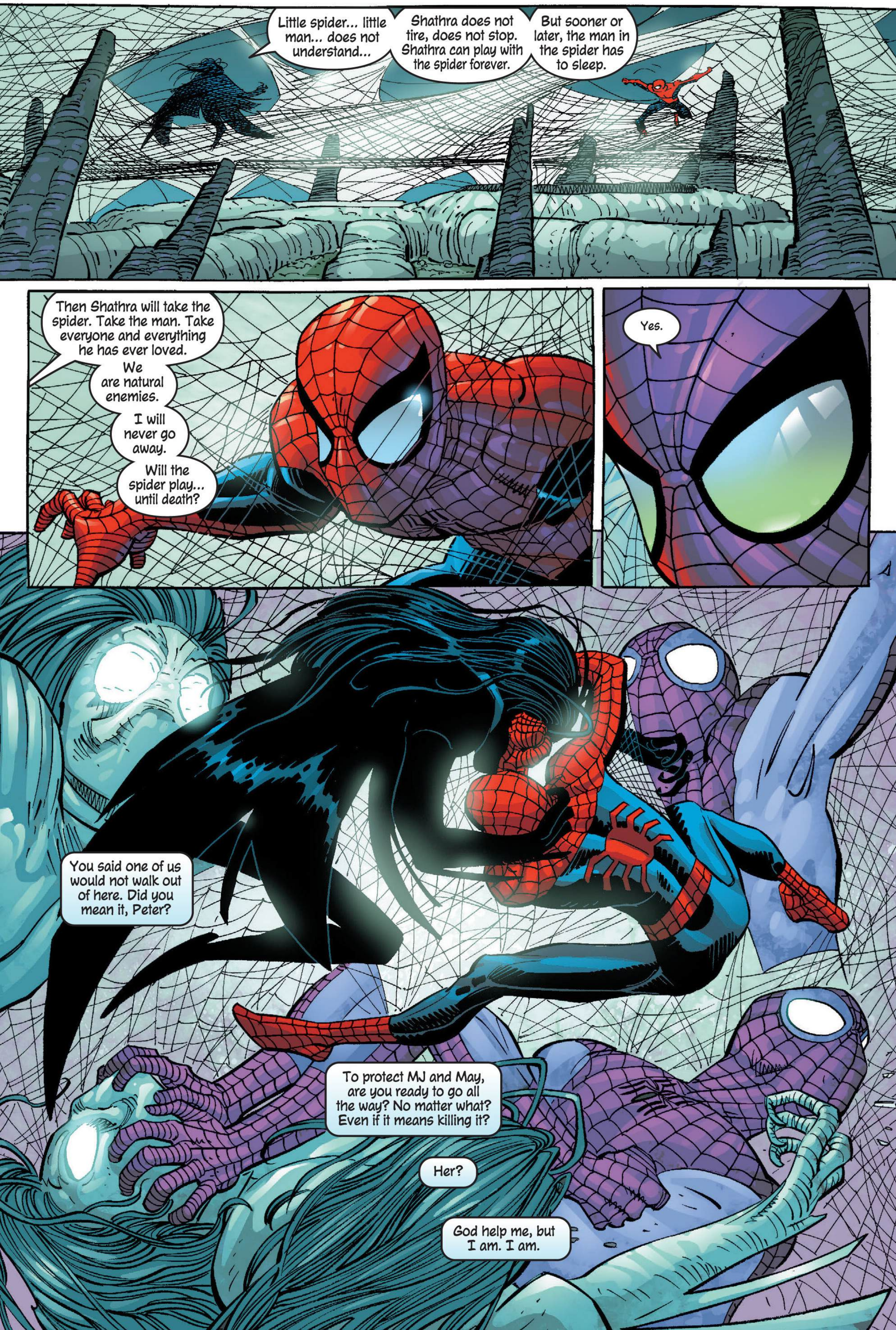

She's coming.
I can feel her.
Stand your ground, he said.
I fight the urge to run.
Instead, I find myself becoming calm, the calm of knowing that in the insect kingdom, you don't pick your fights. You don't just decide not to fight. When the predator comes knocking at your hidey-hole, you come out fighting.
Little spider...
Or you die.
Time to die now.

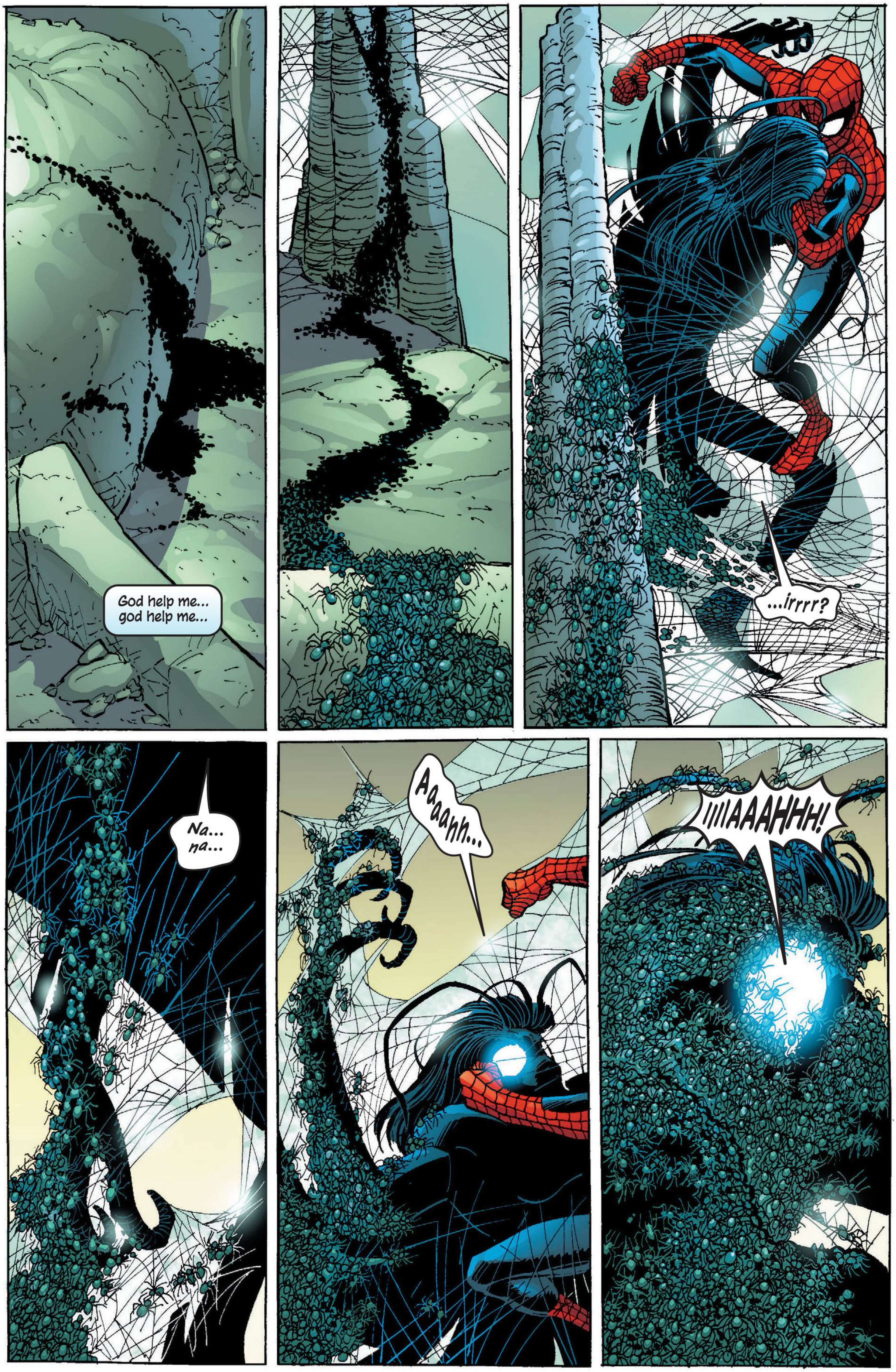

And I decide that if I have to live like a spider or die like a man --
Then I'll be the spider I always knew was there.
Once and for all.

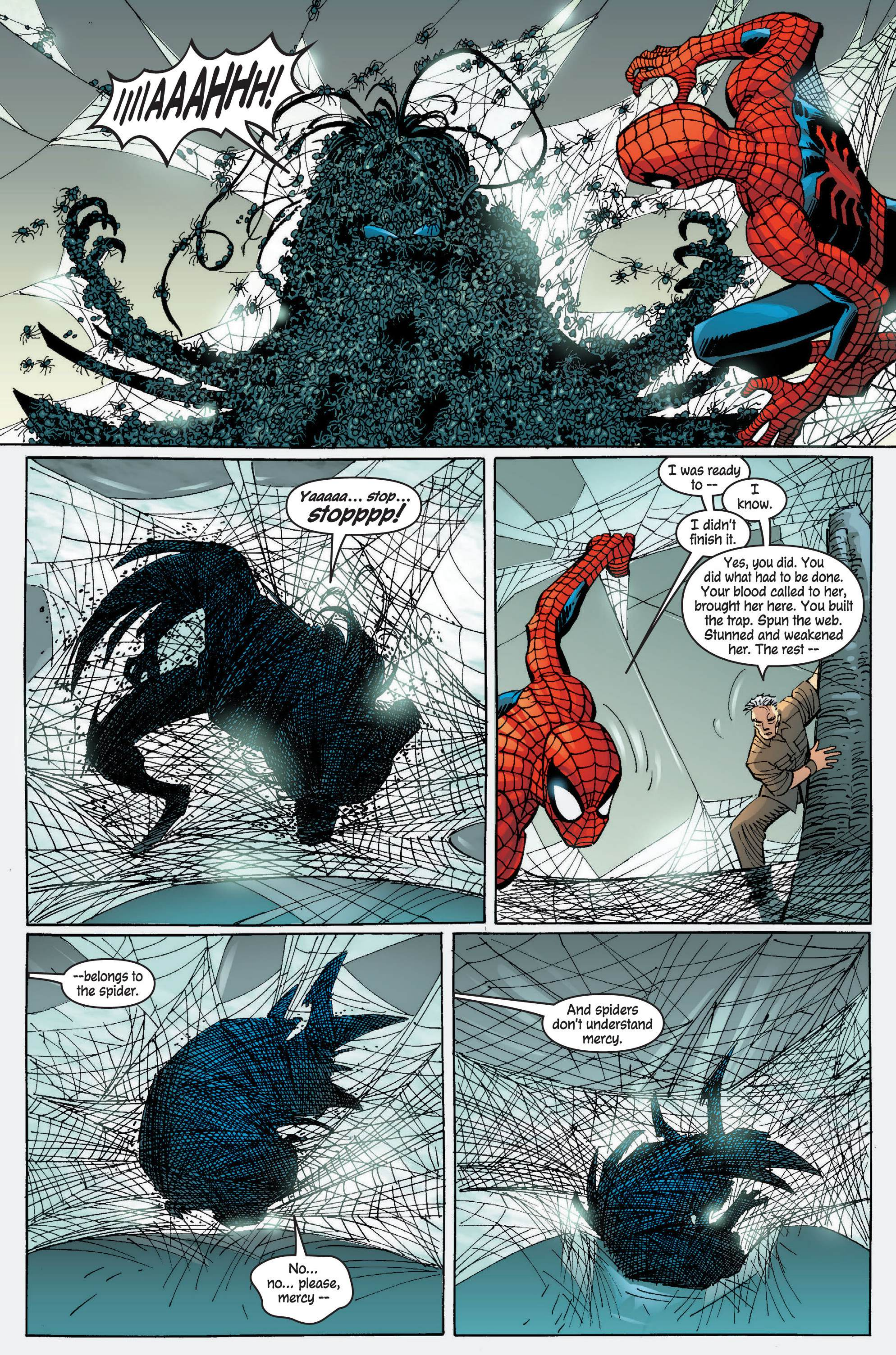

Come what may.

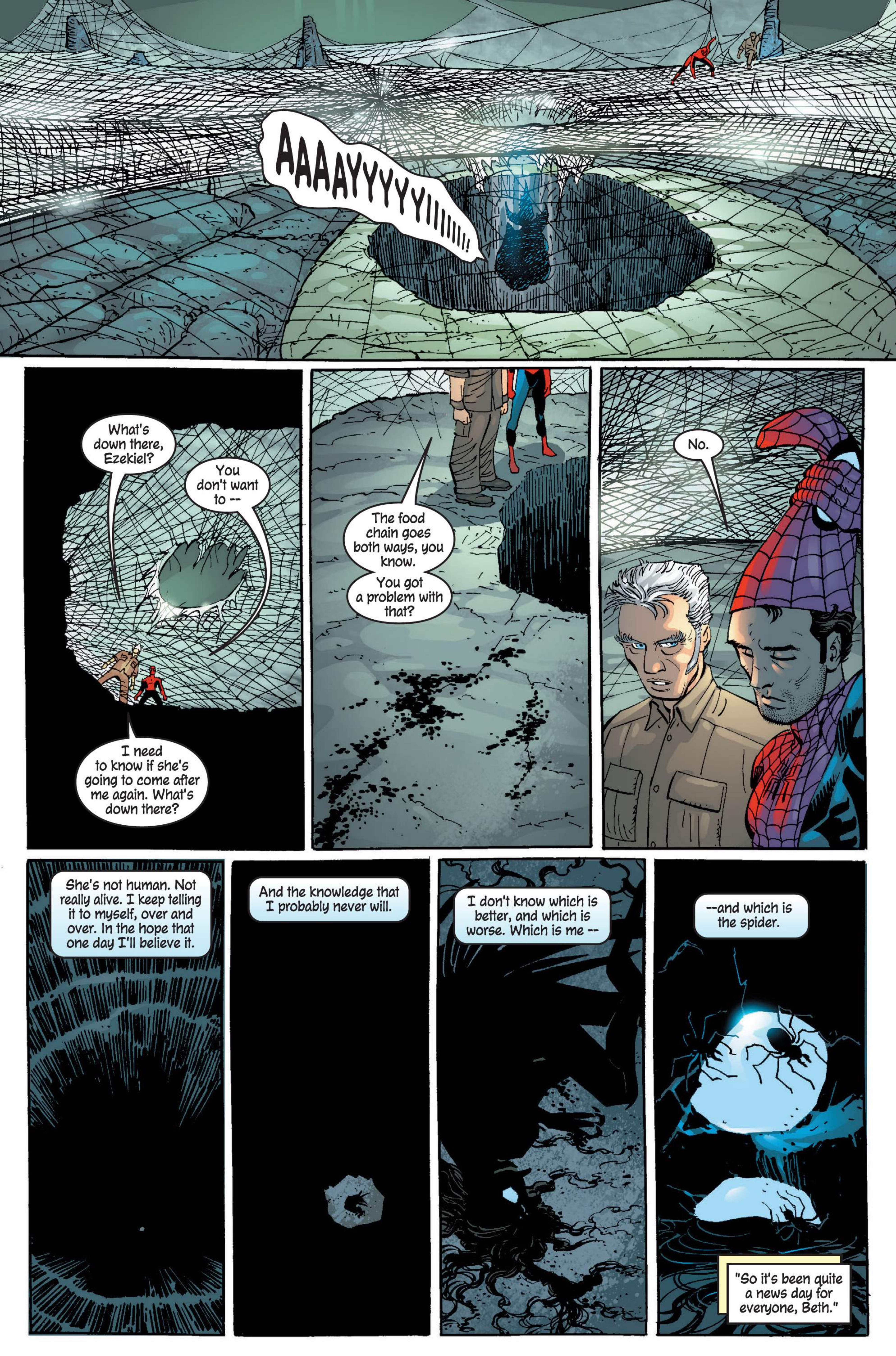

Normally I'd be making wisecracks right now.
But I don't.
I remember the grief she caused not just me, but MJ.
I remember the pain in her voice, the injustice of what was done, the inhumanity.
She struck out at the man to bring out the spider.
Be careful what you wish for.
Have to stay focused. Stay in the moment.
Stay the spider.

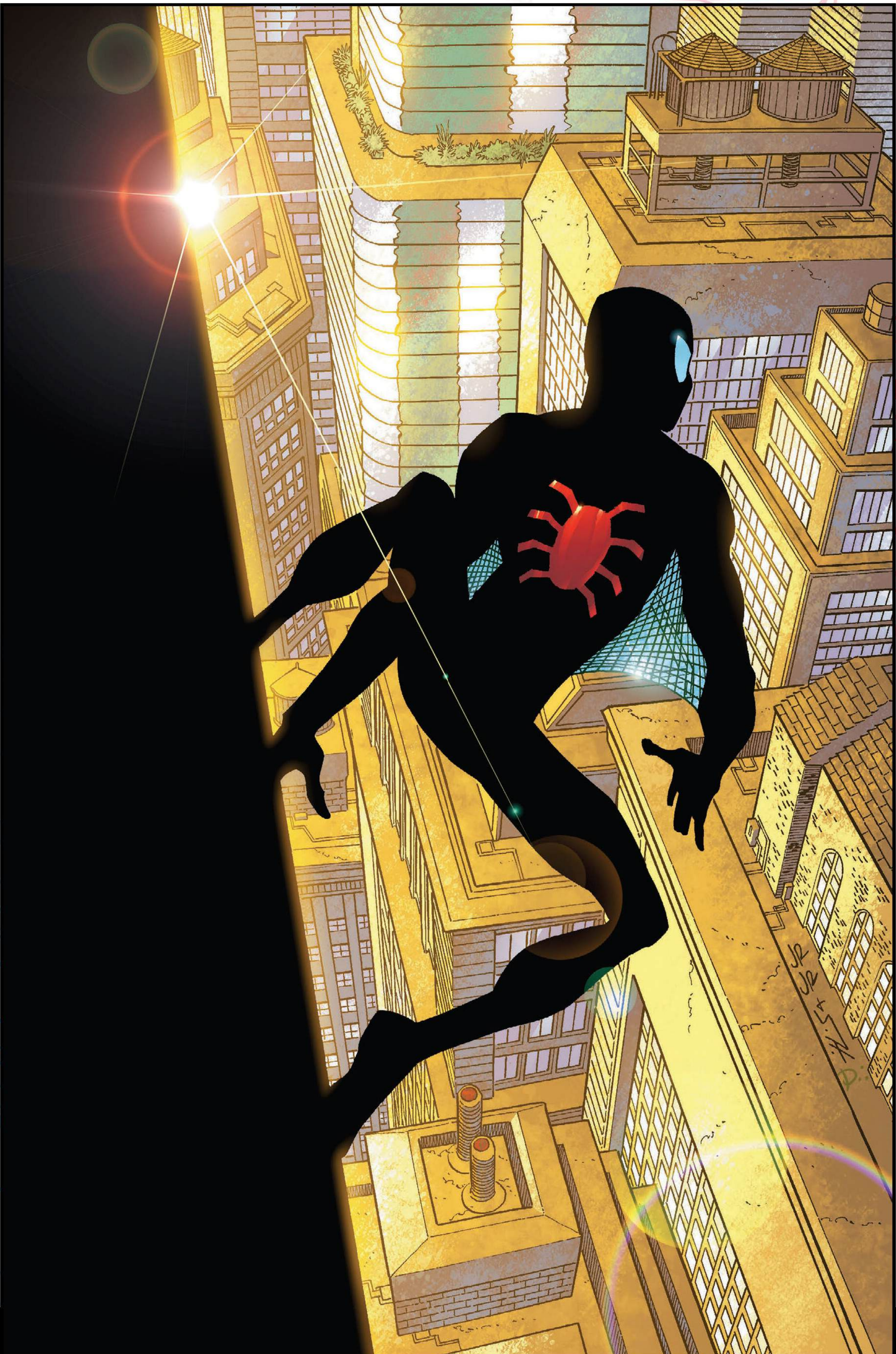

Zzshhhaaa!
No words.
No hesitation.
Just the knowledge that one of us isn't walking away from this.


Little spider... little man... does not understand...
Shathra does not tire, does not stop. Shathra can play with the spider forever.
But sooner or later, the man in the spider has to sleep.
Then Shathra will take the spider. Take the man. Take everyone and everything he has ever loved.
We are natural enemies.
I will never go away.
Will the spider play... until death?
Yes.
You said one of us would not walk out of here. Did you mean it, Peter?
To protect MJ and May, are you ready to go all the way? No matter what? Even if it means killing it?
Her?
God help me, but I am. I am.

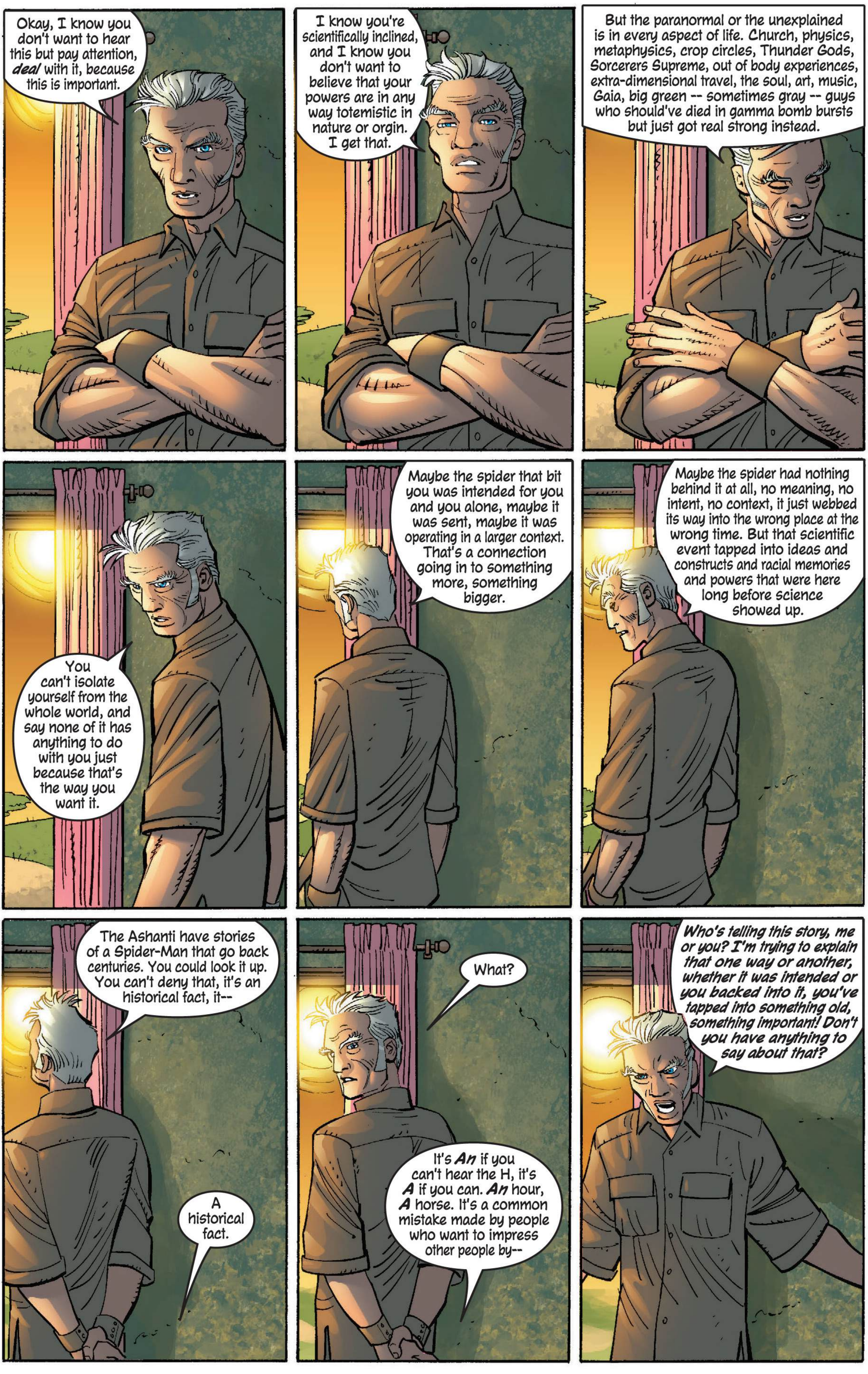

God help me...
god help me...
...irrrr?
Na...
na...
Aaaahh...
IIIIAAAHHH!

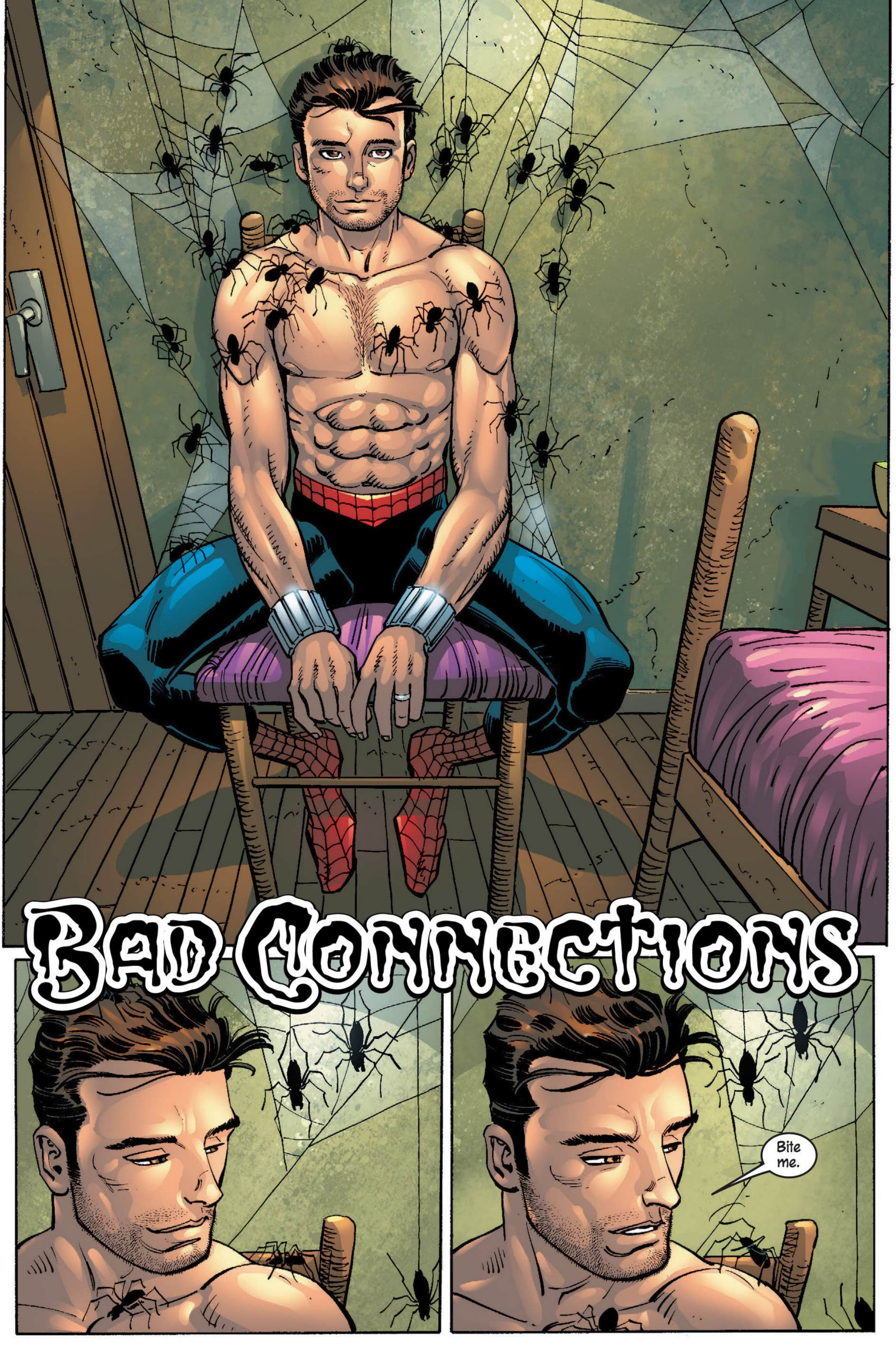

IIIIAAAHHH!
Yaaaaa... stop... stopppp!
I was ready to --
I know.
I didn't finish it.
Yes, you did. You did what had to be done. Your blood called to her, brought her here. You built the trap. Spun the web. Stunned and weakened her. The rest --
--belongs to the spider.
No... no... please, mercy --
And spiders don't understand mercy.

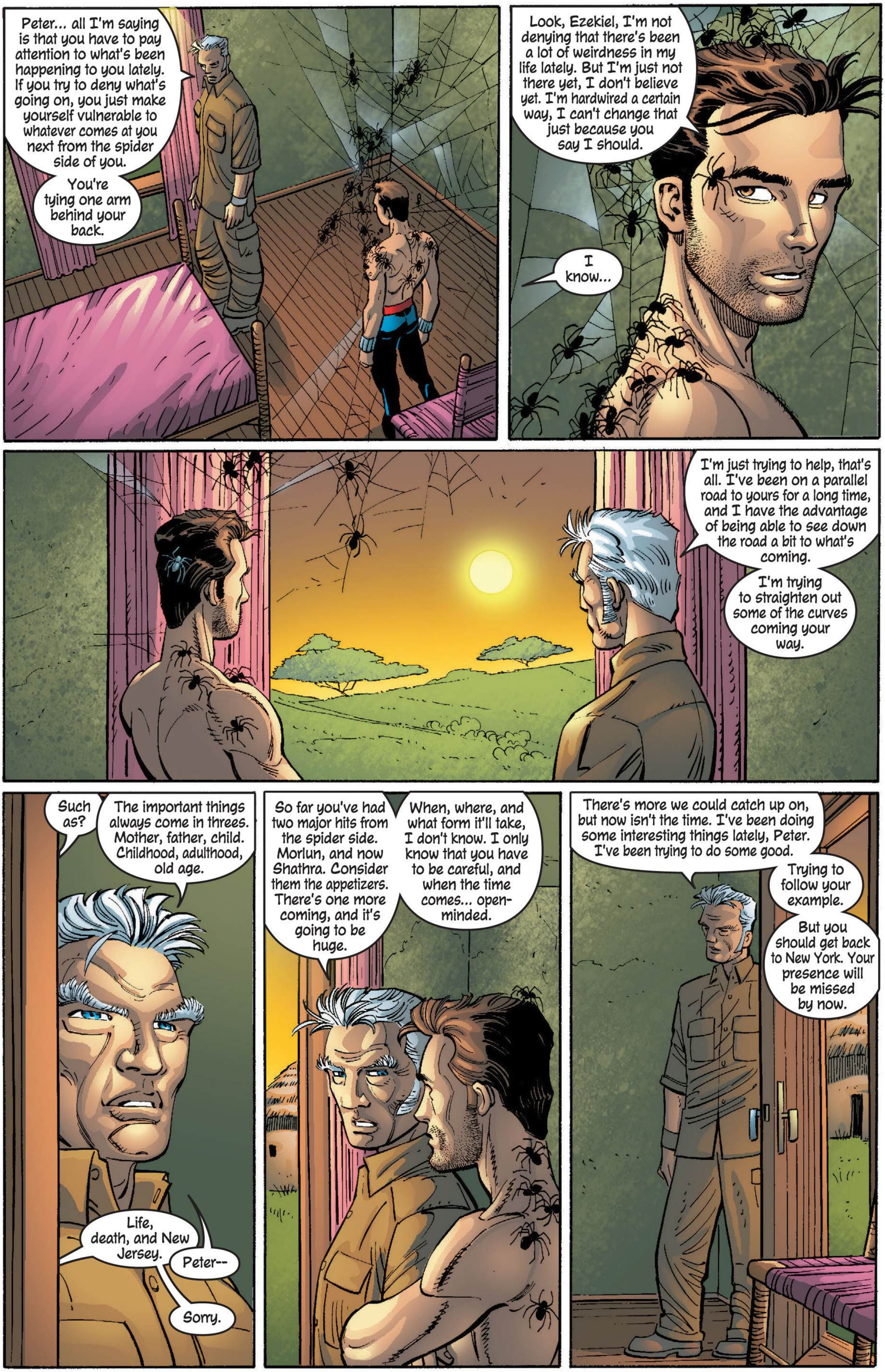

AAAAYYYYYIIIIIIII!
What's down there, Ezekiel?
You don't want to --
I need to know if she's going to come after me again. What's down there?
The food chain goes both ways, you know.
You got a problem with that?
No.
She's not human. Not really alive. I keep telling it to myself, over and over. In the hope that one day I'll believe it.
And the knowledge that I probably never will.
I don't know which is better, and which is worse. Which is me --
--and which is the spider.
"So it's been quite a news day for everyone, Beth."

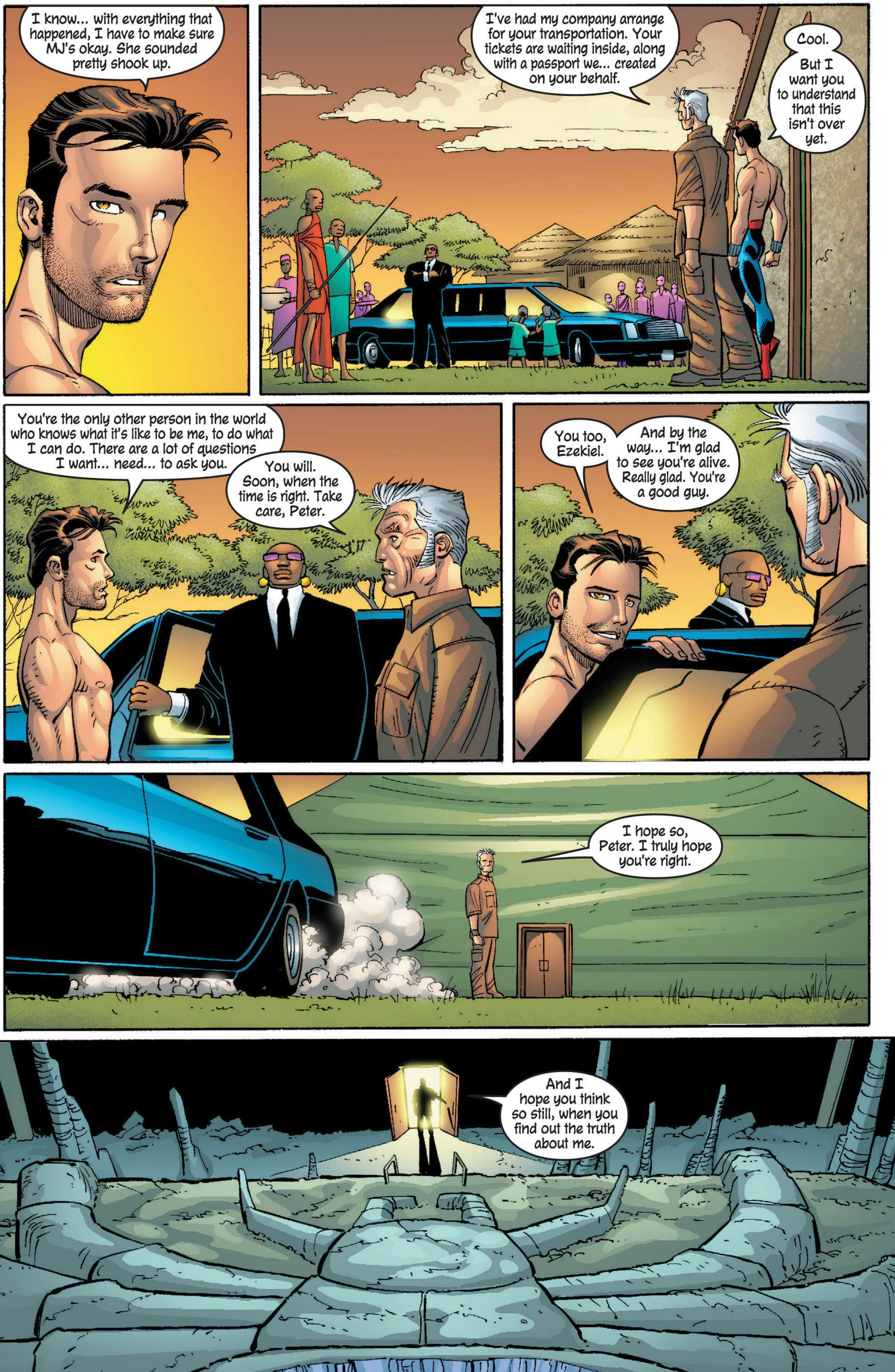


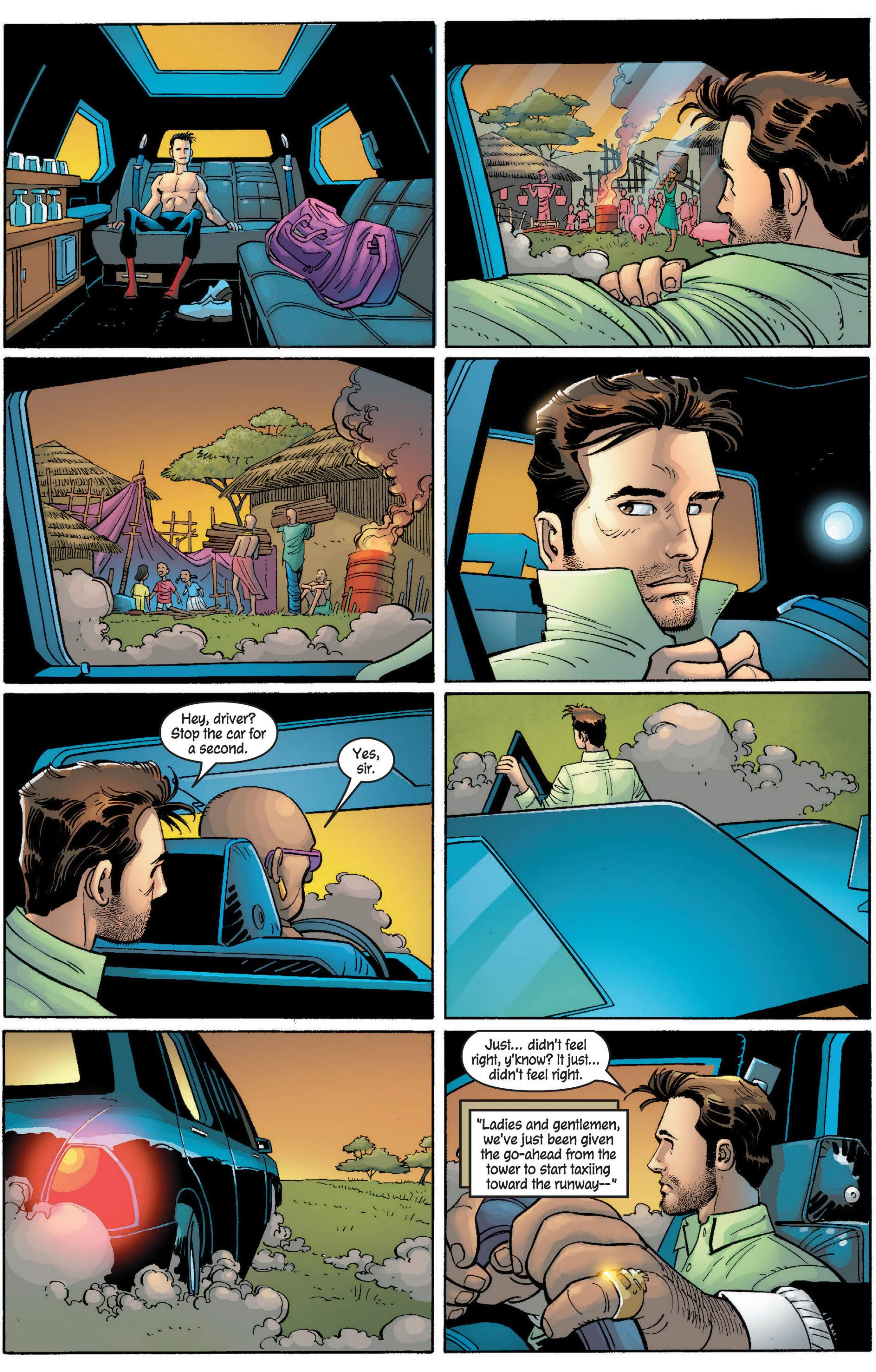
AMAZING SPIDER-MAN #49

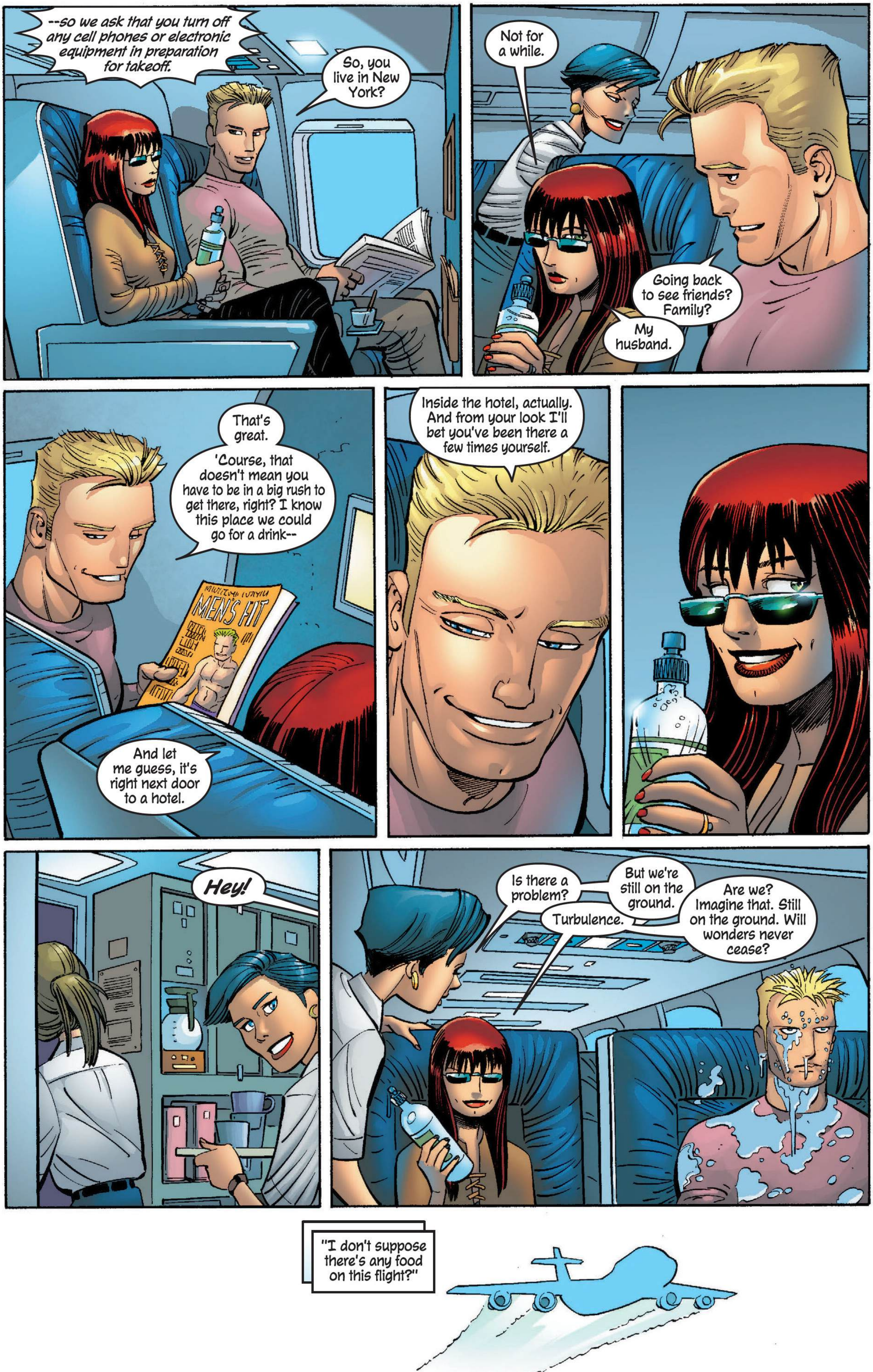

Okay, I know you don't want to hear this but pay attention, *deal!* with it, because this is important.
I know you're scientifically inclined, and I know you don't want to believe that your powers are in any way totemistic in nature or orgin. I get that.
But the paranormal or the unexplained is in every aspect of life. Church, physics, metaphysics, crop circles, Thunder Gods, Sorcerers Supreme, out of body experiences, extra-dimensional travel, the soul, art, music, Gaia, big green -- sometimes gray -- guys who should've died in gamma bomb bursts but just got real strong instead.
You can't isolate yourself from the whole world, and say none of it has anything to do with you just because that's the way you want it.
Maybe the spider that bit you was intended for you and you alone, maybe it was sent, maybe it was operating in a larger context. That's a connection going in to something more, something bigger.
Maybe the spider had nothing behind it at all, no meaning, no intent, no context, it just webbed its way into the wrong place at the wrong time. But that scientific event tapped into ideas and constructs and racial memories and powers that were here long before science showed up.
The Ashanti have stories of a Spider-Man that go back centuries. You could look it up. You can't deny that, it's an historical fact, it--
A historical fact.
What?
It's ***An*** if you can't hear the H, it's ***A*** if you can. ***An*** hour, ***A*** horse. It's a common mistake made by people who want to impress other people by--
Who's telling this story, me or you? I'm trying to explain that one way or another, whether it was intended or you backed into it, you've tapped into something old, something important! Don't you have anything to say about that?

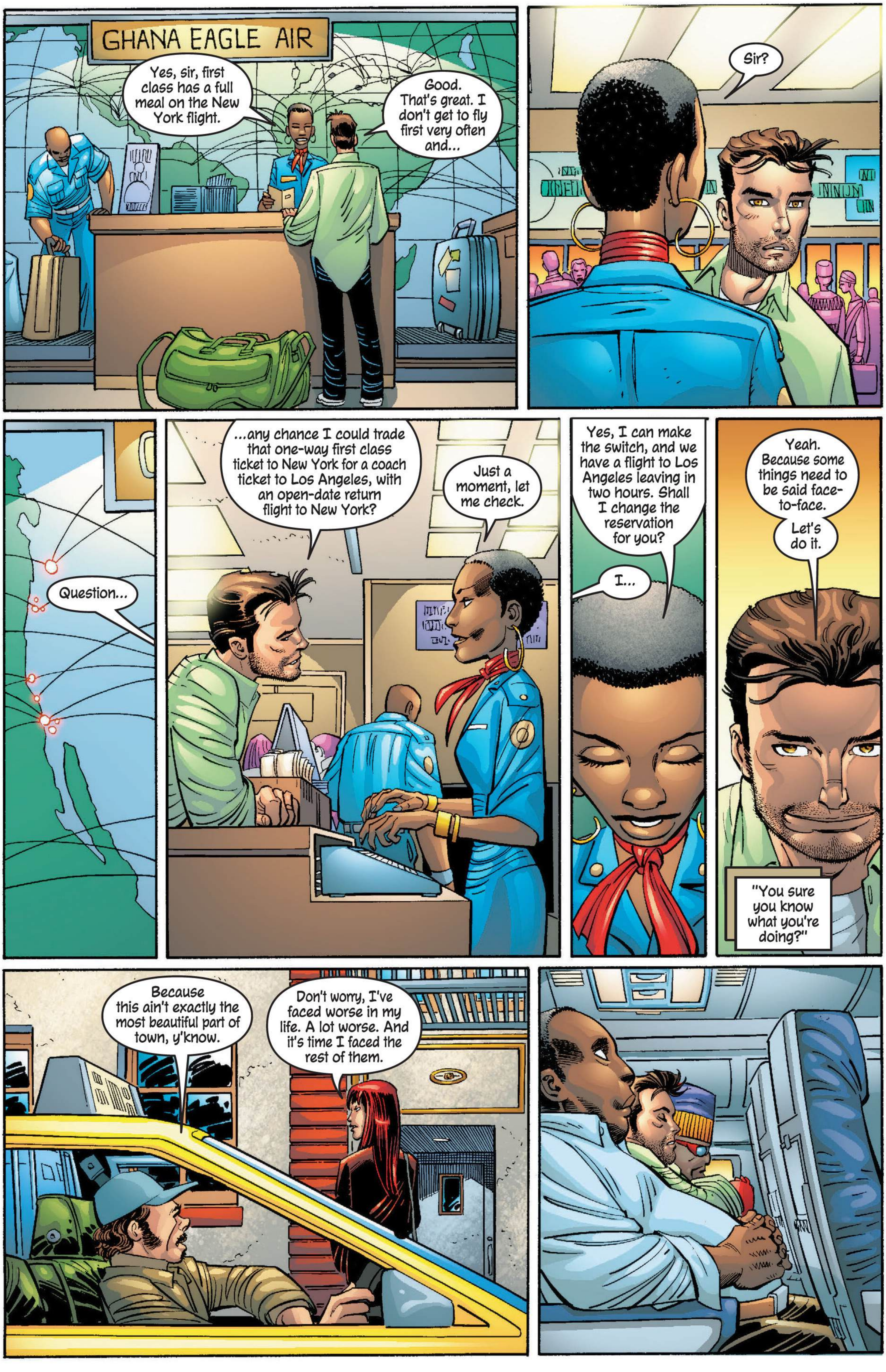

BAD CONNECTIONS
Bite me.

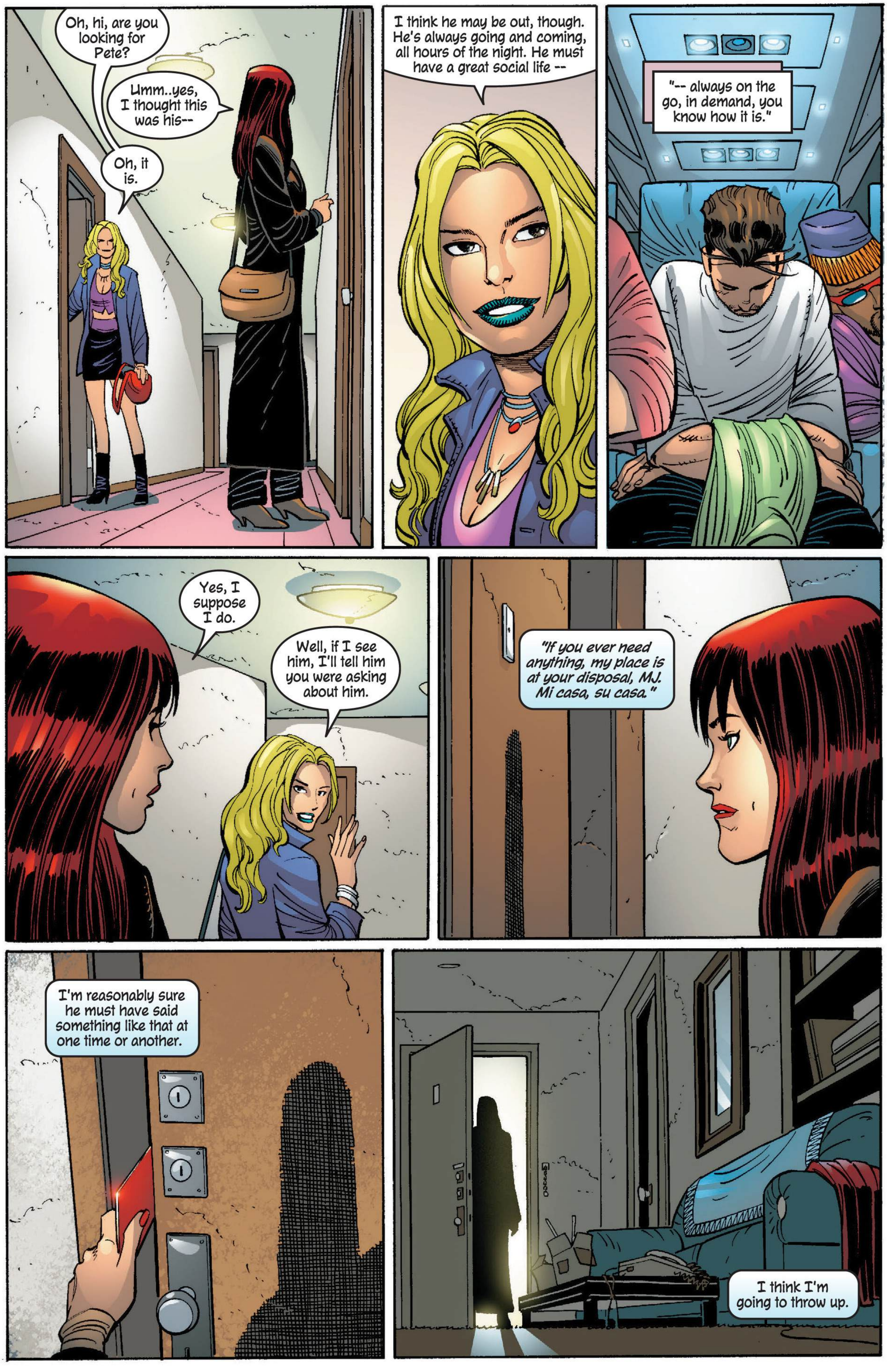

Peter... all I'm saying is that you have to pay attention to what's been happening to you lately. If you try to deny what's going on, you just make yourself vulnerable to whatever comes at you next from the spider side of you.
You're tying one arm behind your back.
Look, Ezekiel, I'm not denying that there's been a lot of weirdness in my life lately. But I'm just not there yet, I don't believe yet. I'm hardwired a certain way, I can't change that just because you say I should.
I know...
I'm just trying to help, that's all. I've been on a parallel road to yours for a long time, and I have the advantage of being able to see down the road a bit to what's coming.
I'm trying to straighten out some of the curves coming your way.
Such as?
The important things always come in threes. Mother, father, child. Childhood, adulthood, old age.
Life, death, and New Jersey.
Peter--
Sorry.
So far you've had two major hits from the spider side. Morlun, and now Shathra. Consider them the appetizers. There's one more coming, and it's going to be huge.
When, where, and what form it'll take, I don't know. I only know that you have to be careful, and when the time comes... open-minded.
There's more we could catch up on, but now isn't the time. I've been doing some interesting things lately, Peter. I've been trying to do some good.
Trying to follow your example.
But you should get back to New York. Your presence will be missed by now.

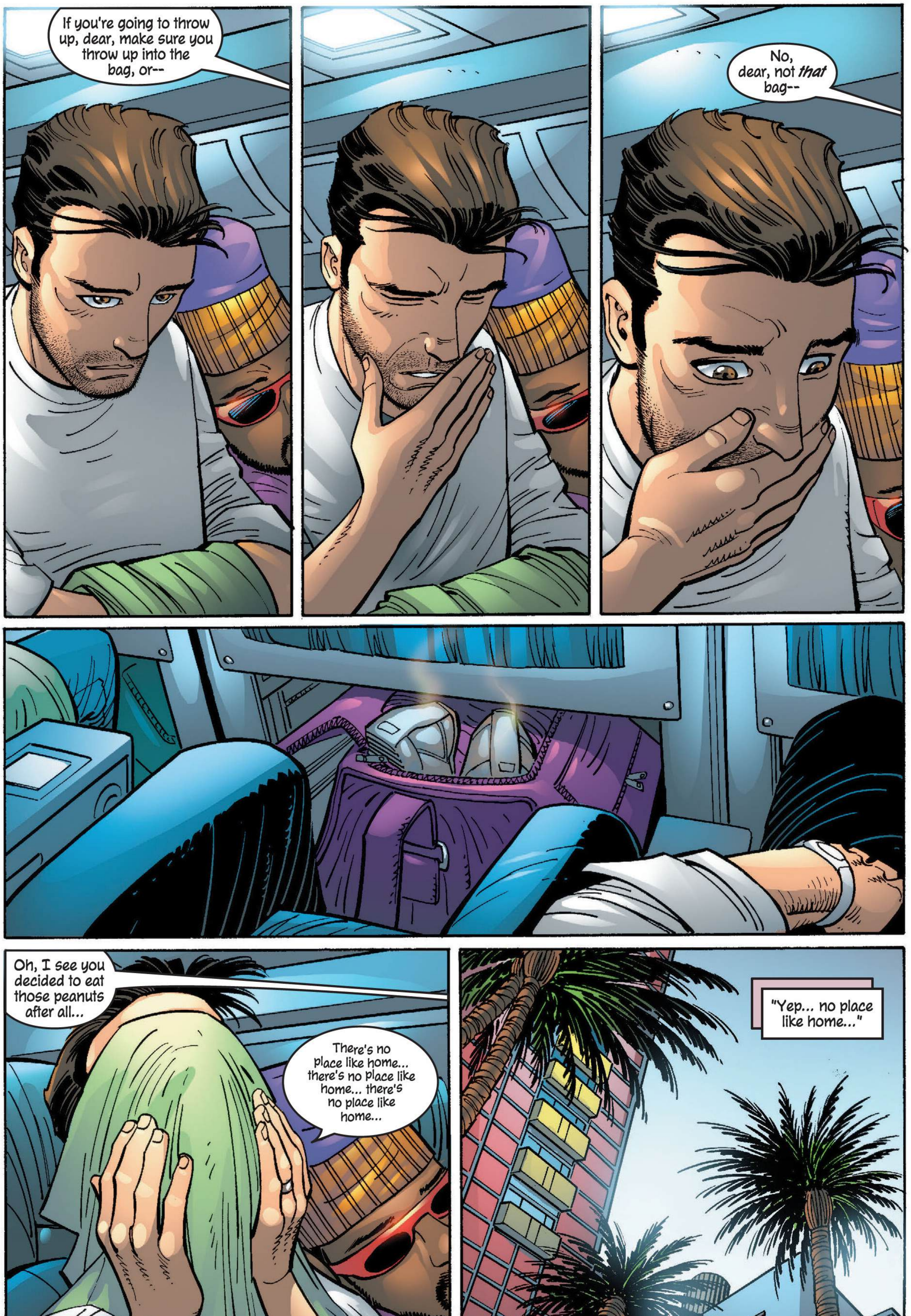

I know... with everything that happened, I have to make sure MJ's okay. She sounded pretty shook up.
I've had my company arrange for your transportation. Your tickets are waiting inside, along with a passport we... created on your behalf.
Cool.
But I want you to understand that this isn't over yet.
You're the only other person in the world who knows what it's like to be me, to do what I can do. There are a lot of questions I want... need... to ask you.
You will. Soon, when the time is right. Take care, Peter.
You too, Ezekiel.
And by the way... I'm glad to see you're alive. Really glad. You're a good guy.
I hope so, Peter. I truly hope you're right.
And I hope you think so still, when you find out the truth about me.

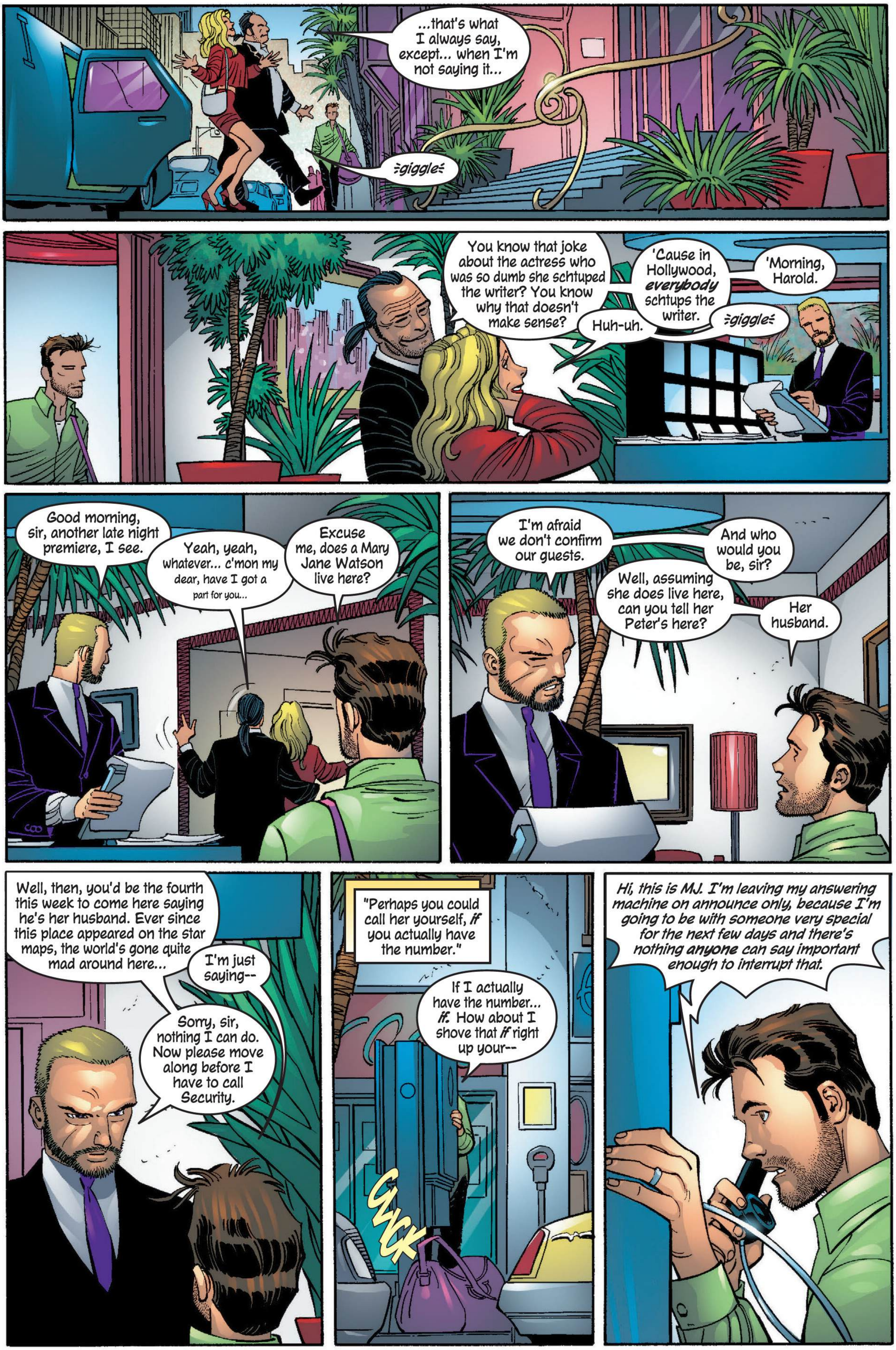

Hey, driver? Stop the car for a second.
Yes, sir.
Just... didn't feel right, y'know? It just... didn't feel right.
"Ladies and gentlemen, we've just been given the go-ahead from the tower to start taxiing toward the runway--"

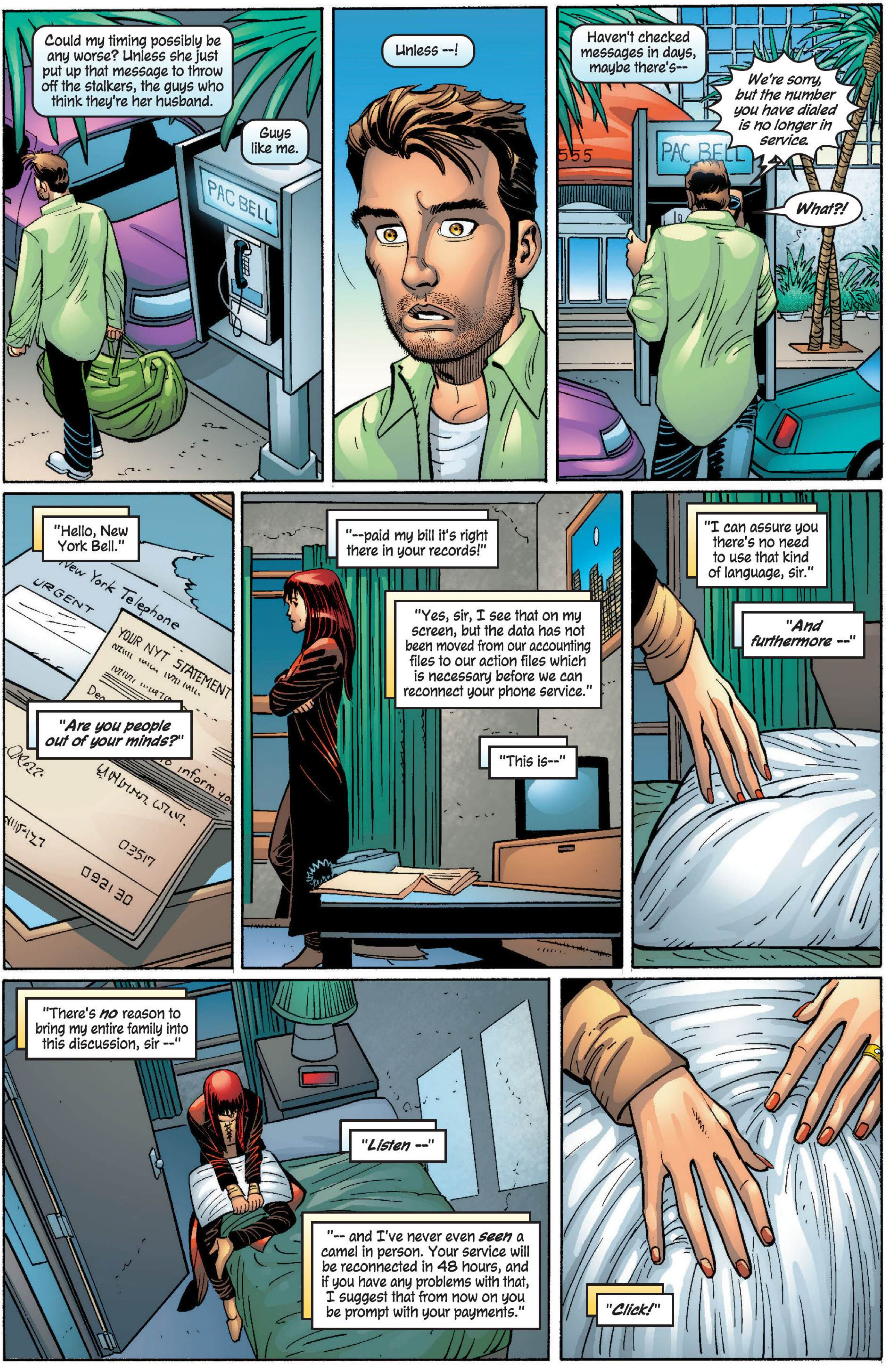

--so we ask that you turn off any cell phones or electronic equipment in preparation for takeoff.
So, you live in New York?
Not for a while.
Going back to see friends? Family?
My husband.
That's great.
'Course, that doesn't mean you have to be in a big rush to get there, right? I know this place we could go for a drink--
MEN'S FIT
And let me guess, it's right next door to a hotel.
Inside the hotel, actually. And from your look I'll bet you've been there a few times yourself.
Hey!
Is there a problem?
Turbulence.
But we're still on the ground.
Are we? Imagine that. Still on the ground. Will wonders never cease?
"I don't suppose there's any food on this flight?"

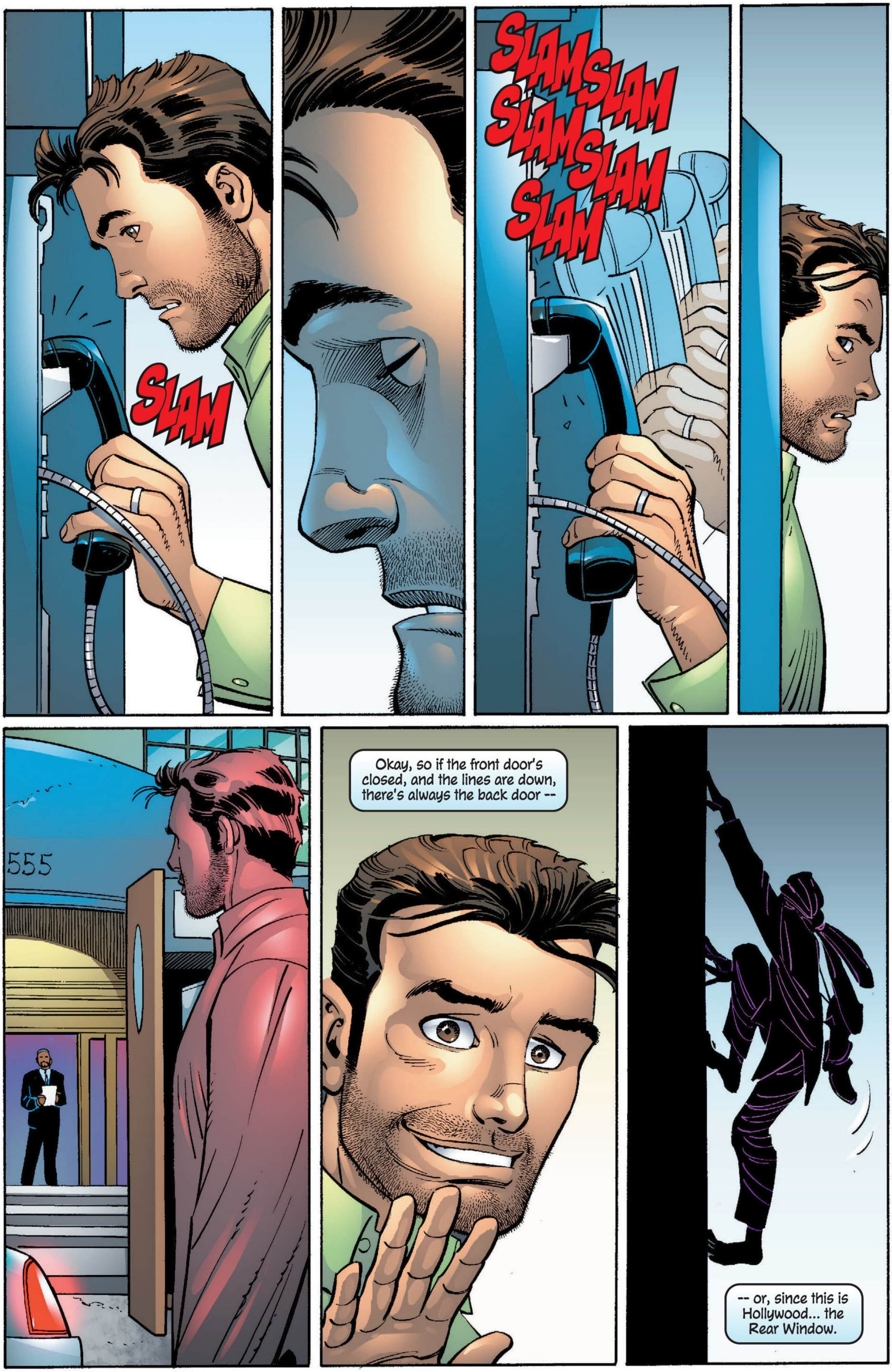

GHANA EAGLE AIR
Yes, sir, first class has a full meal on the New York flight.
Good. That's great. I don't get to fly first very often and...
Sir?
Question...
...any chance I could trade that one-way first class ticket to New York for a coach ticket to Los Angeles, with an open-date return flight to New York?
Just a moment, let me check.
Yes, I can make the switch, and we have a flight to Los Angeles leaving in two hours. Shall I change the reservation for you?
I...
Yeah. Because some things need to be said face-to-face.
Let's do it.
"You sure you know what you're doing?"
Because this ain't exactly the most beautiful part of town, y'know.
Don't worry, I've faced worse in my life. A lot worse. And it's time I faced the rest of them.

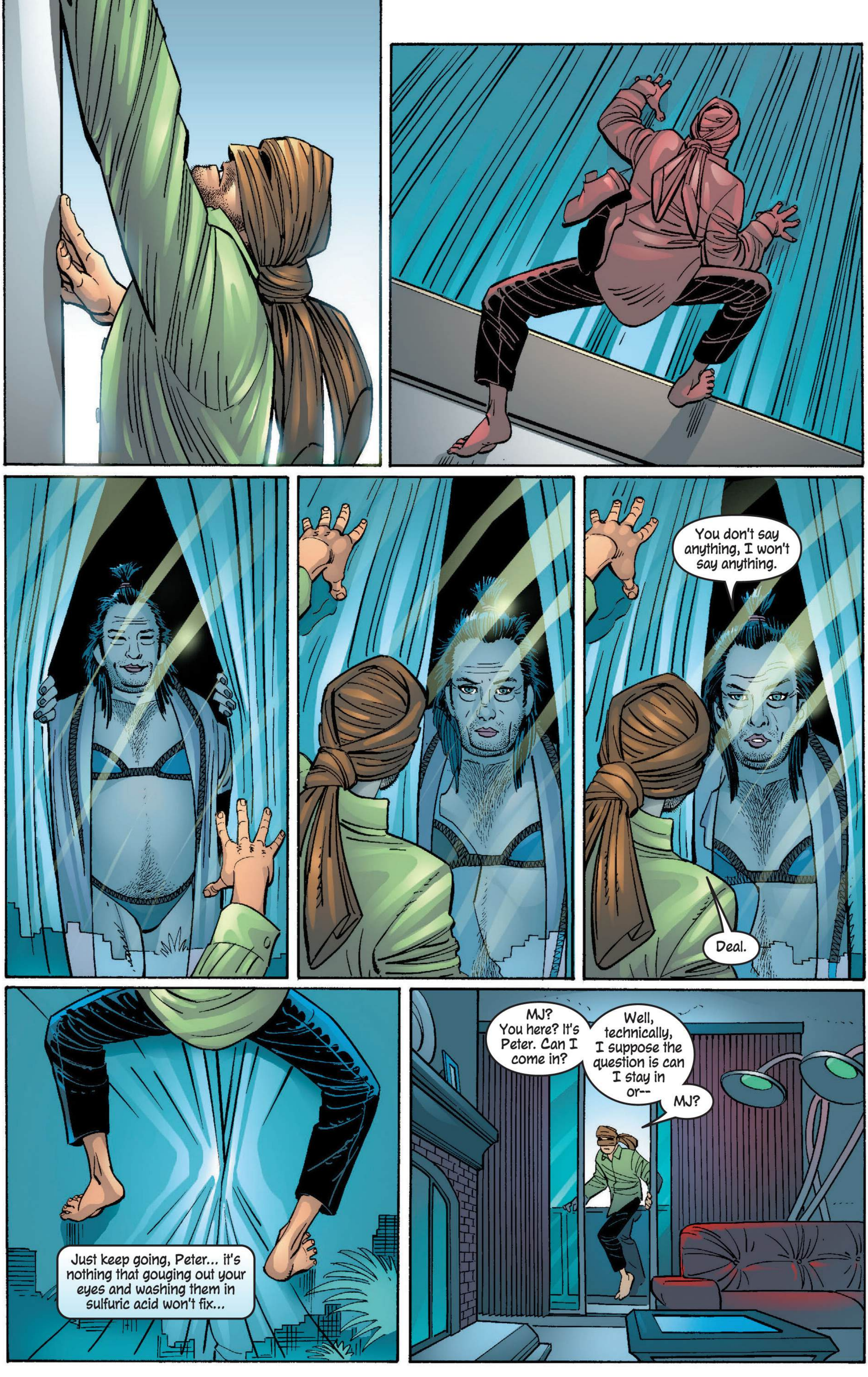

Oh, hi, are you looking for Pete?
Umm..yes, I thought this was his--
Oh, it is.
I think he may be out, though. He's always going and coming, all hours of the night. He must have a great social life --
"-- always on the go, in demand, you know how it is."
Yes, I suppose I do.
Well, if I see him, I'll tell him you were asking about him.
"If you ever need anything, my place is at your disposal, MJ. Mi casa, su casa."
I'm reasonably sure he must have said something like that at one time or another.
I think I'm going to throw up.

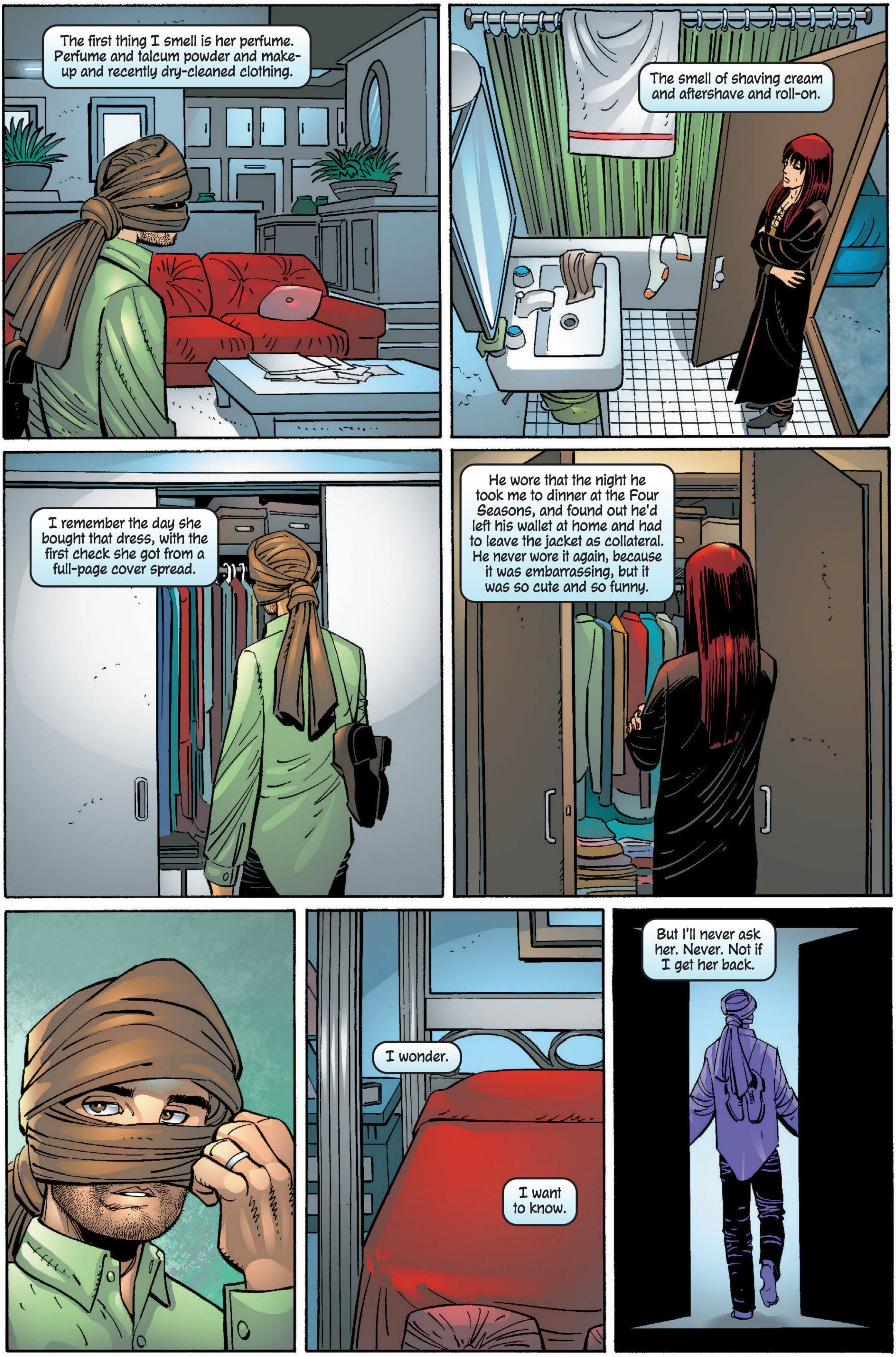

If you're going to throw up, dear, make sure you throw up into the bag, or--
No, dear, not *that* bag--
Oh, I see you decided to eat those peanuts after all...
There's no place like home... there's no place like home... there's no place like home...
"Yep... no place like home..."

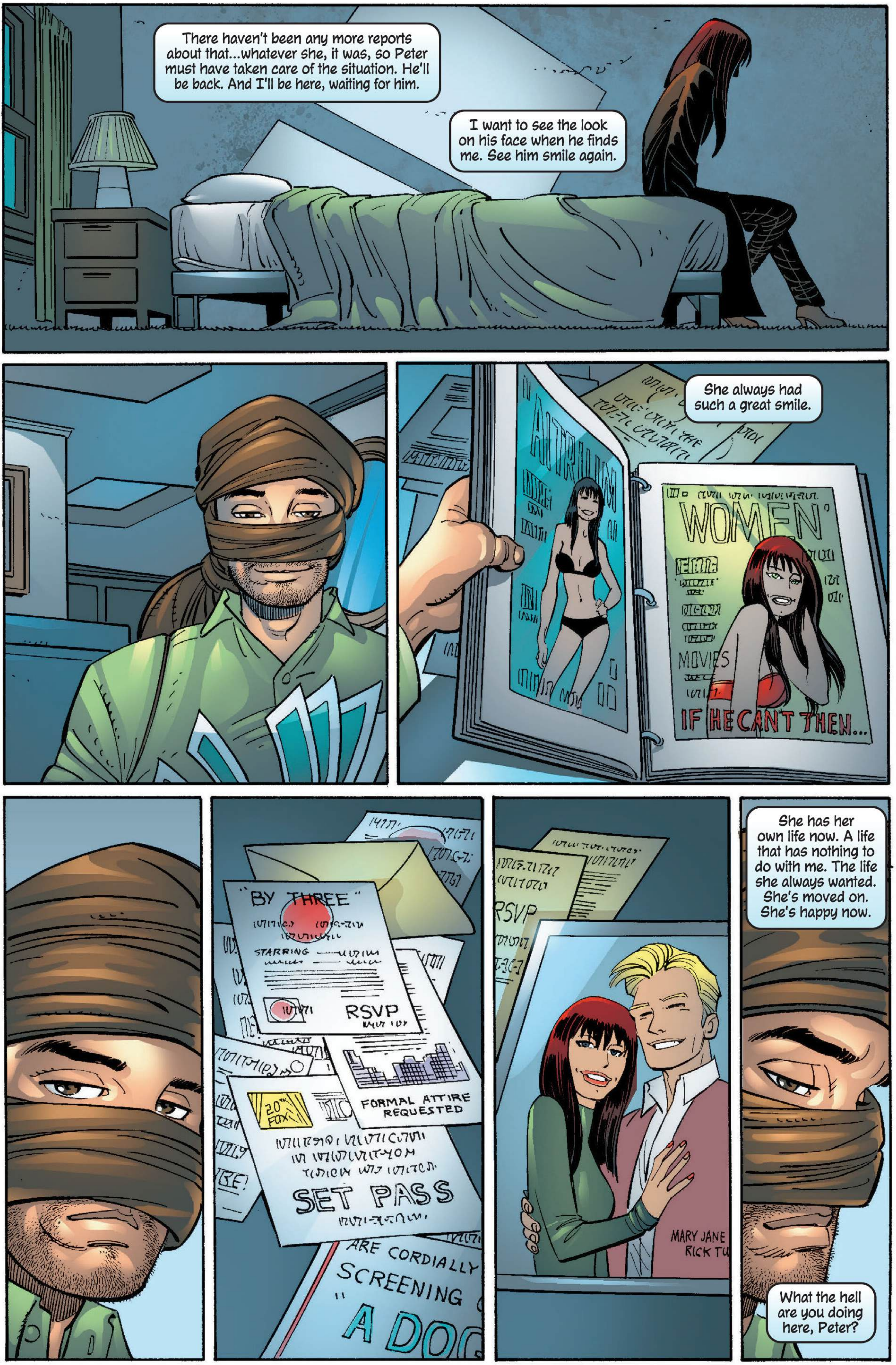

...that's what I always say, except... when I'm not saying it...
giggle
You know that joke about the actress who was so dumb she schtuped the writer? You know why that doesn't make sense?
Huh-uh.
'Cause in Hollywood, everybody schtups the writer.
giggle
'Morning, Harold.
Good morning, sir, another late night premiere, I see.
Yeah, yeah, whatever... c'mon my dear, have I got a part for you...
Excuse me, does a Mary Jane Watson live here?
I'm afraid we don't confirm our guests.
And who would you be, sir?
Well, assuming she does live here, can you tell her Peter's here?
Her husband.
Well, then, you'd be the fourth this week to come here saying he's her husband. Ever since this place appeared on the star maps, the world's gone quite mad around here...
I'm just saying--
Sorry, sir, nothing I can do. Now please move along before I have to call Security.
"Perhaps you could call her yourself, if you actually have the number."
If I actually have the number... if. How about I shove that if right up your--
CLICK
Hi, this is MJ. I'm leaving my answering machine on announce only, because I'm going to be with someone very special for the next few days and there's nothing anyone can say important enough to interrupt that.

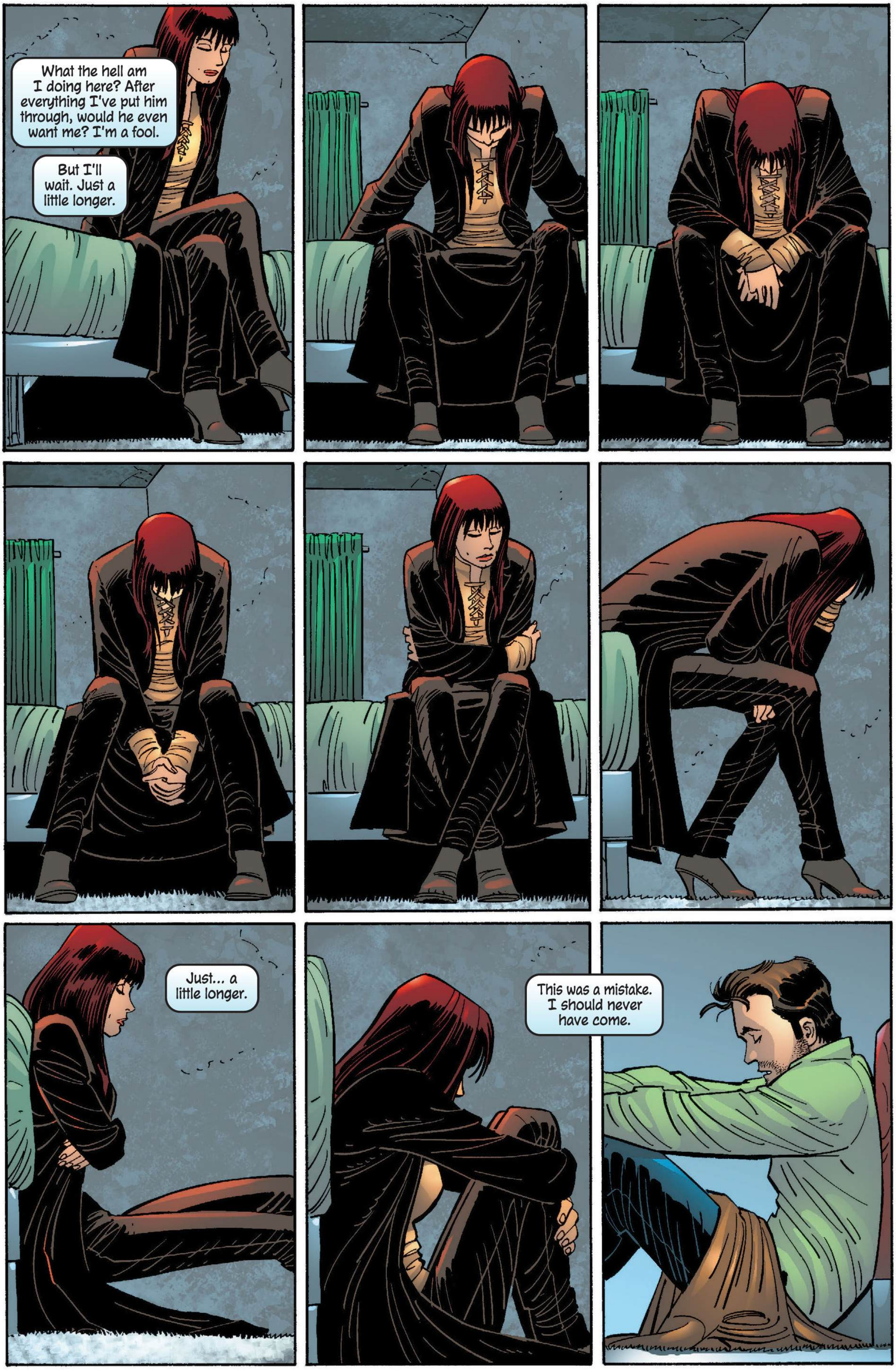

Could my timing possibly be any worse? Unless she just put up that message to throw off the stalkers, the guys who think they're her husband.
Guys like me.
PAC BELL
Unless --!
Haven't checked messages in days, maybe there's--
We're sorry, but the number you have dialed is no longer in service.
555
PAC BELL
What?!
"Hello, New York Bell."
New York Telephone
URGENT
YOUR NYT STATEMENT
"Are you people out of your minds?"
03517
092130
"--paid my bill it's right there in your records!"
"Yes, sir, I see that on my screen, but the data has not been moved from our accounting files to our action files which is necessary before we can reconnect your phone service."
"This is--"
"I can assure you there's no need to use that kind of language, sir."
"And furthermore --"
"There's no reason to bring my entire family into this discussion, sir --"
"Listen --"
"-- and I've never even seen a camel in person. Your service will be reconnected in 48 hours, and if you have any problems with that, I suggest that from now on you be prompt with your payments."
"Click!"

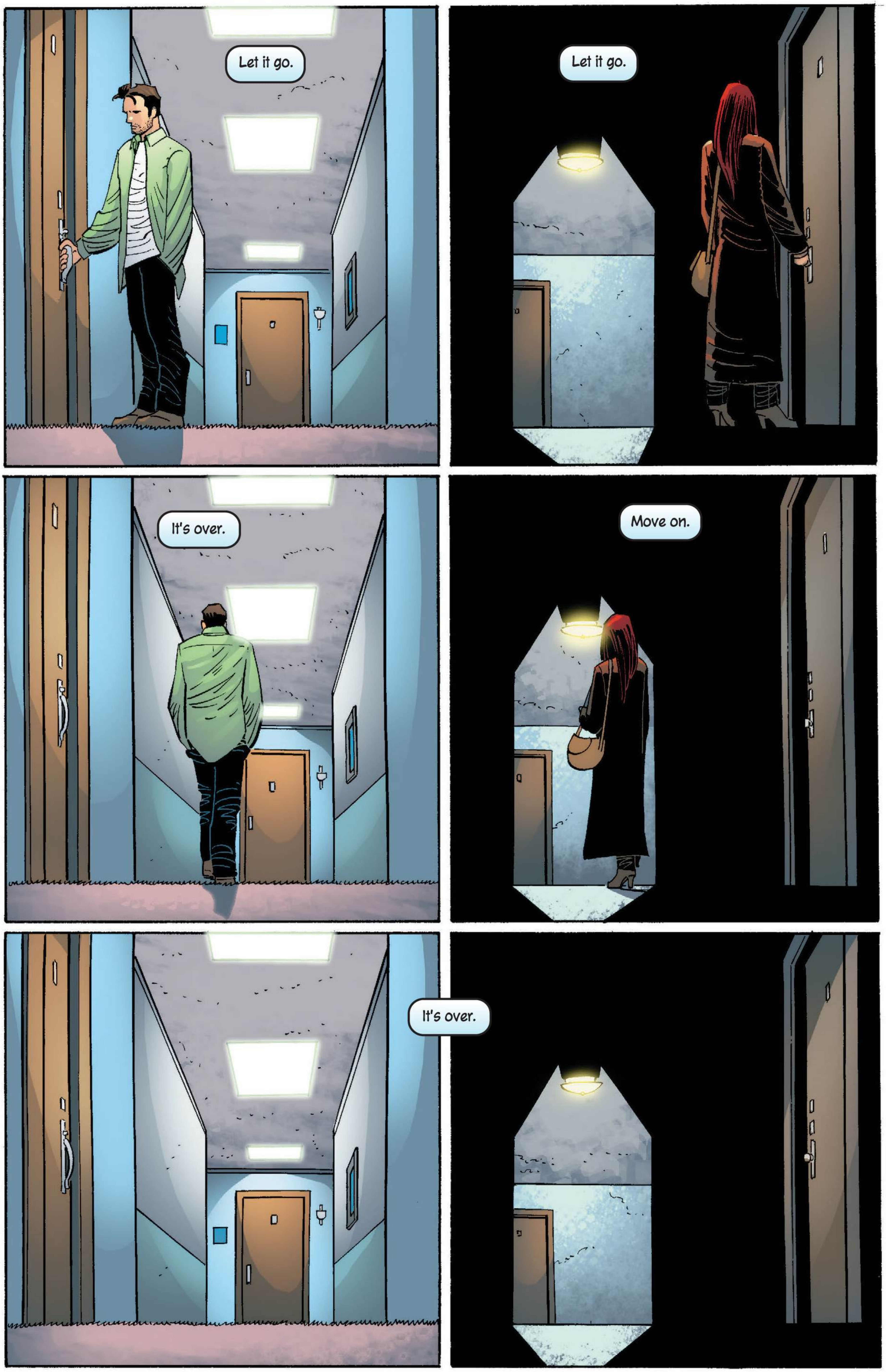

SLAM
SLAM
SLAM
SLAM
SLAM
SLAM
555
Okay, so if the front door's closed, and the lines are down, there's always the back door --
-- or, since this is Hollywood... the Rear Window.

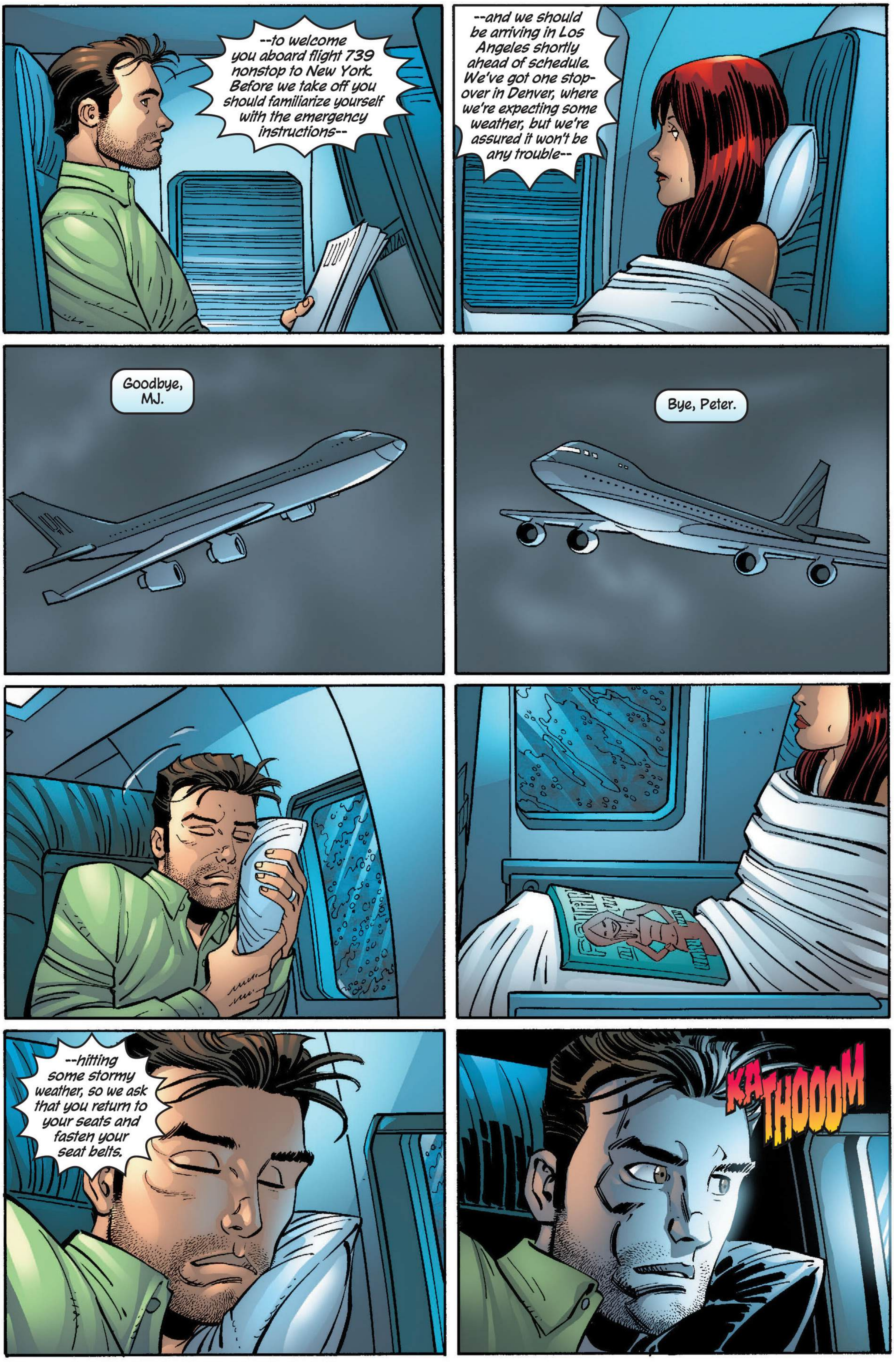

You don't say anything, I won't say anything.
Deal.
Just keep going, Peter... it's nothing that gouging out your eyes and washing them in sulfuric acid won't fix...
MJ? You here? It's Peter. Can I come in?
Well, technically, I suppose the question is can I stay in or--
MJ?

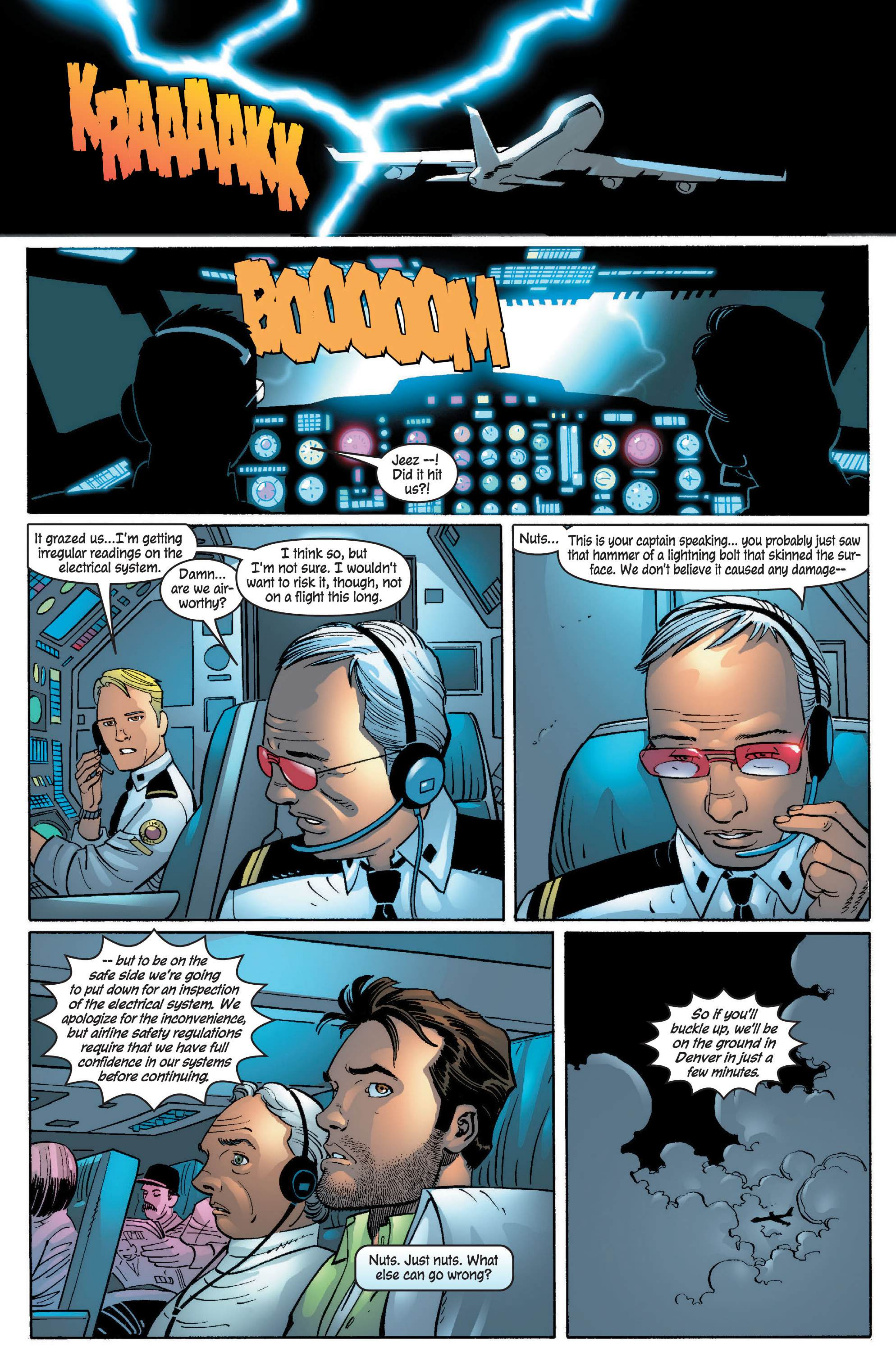

The first thing I smell is her perfume. Perfume and talcum powder and make-up and recently dry-cleaned clothing.
The smell of shaving cream and aftershave and roll-on.
I remember the day she bought that dress, with the first check she got from a full-page cover spread.
He wore that the night he took me to dinner at the Four Seasons, and found out he'd left his wallet at home and had to leave the jacket as collateral. He never wore it again, because it was embarrassing, but it was so cute and so funny.
I wonder.
I want to know.
But I'll never ask her. Never. Not if I get her back.

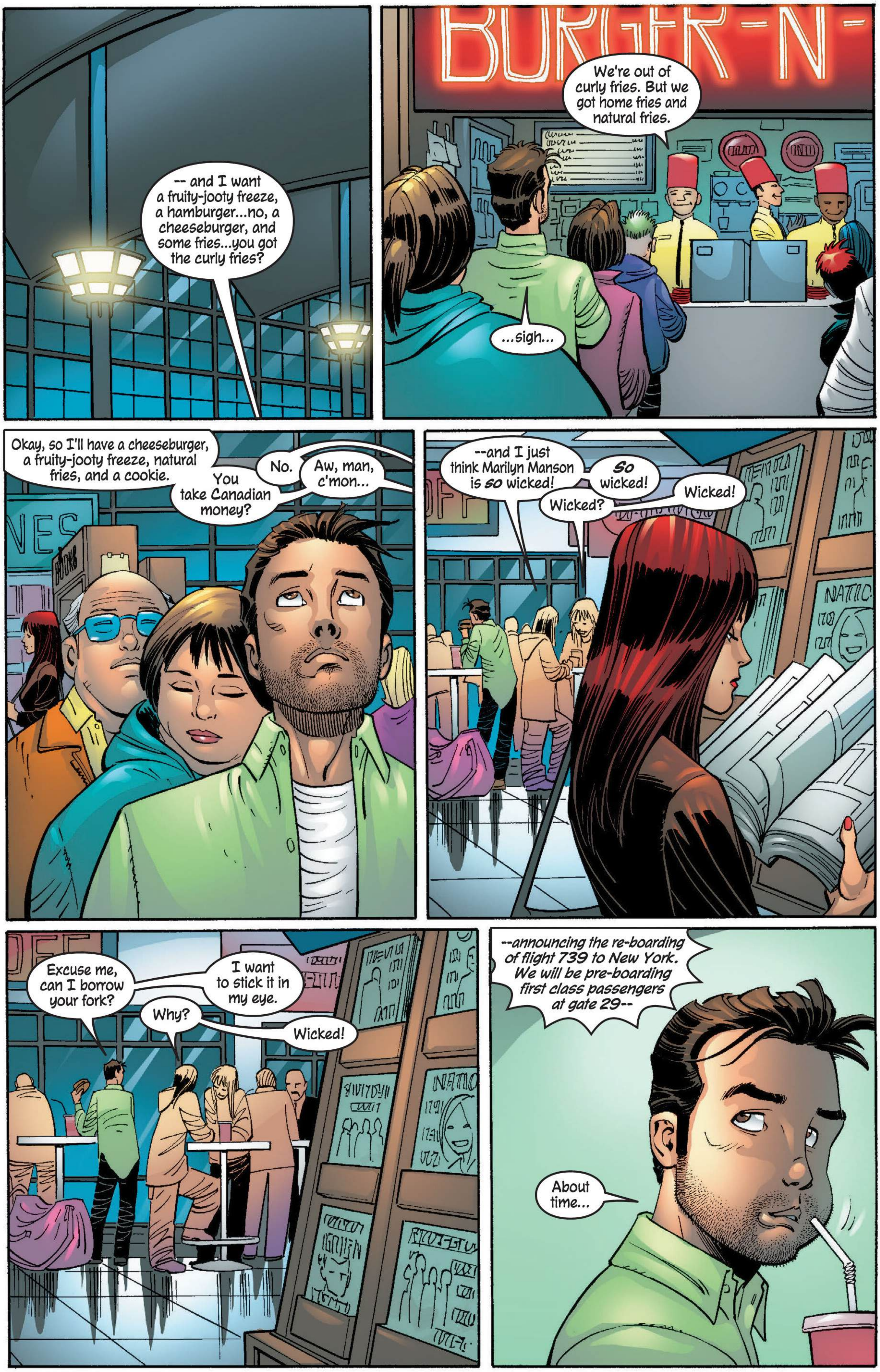

There haven't been any more reports about that...whatever she, it was, so Peter must have taken care of the situation. He'll be back. And I'll be here, waiting for him.
I want to see the look on his face when he finds me. See him smile again.
She always had such a great smile.
WOMEN
MOVIES
IF HE CANT THEN...
"BY THREE"
STARRING
RSVP
20th FOX
FORMAL ATTIRE REQUESTED
SET PASS
ARE CORDIALLY
SCREENING
" A DOG
RSVP
MARY JANE
RICK TU
She has her own life now. A life that has nothing to do with me. The life she always wanted. She's moved on. She's happy now.
What the hell are you doing here, Peter?

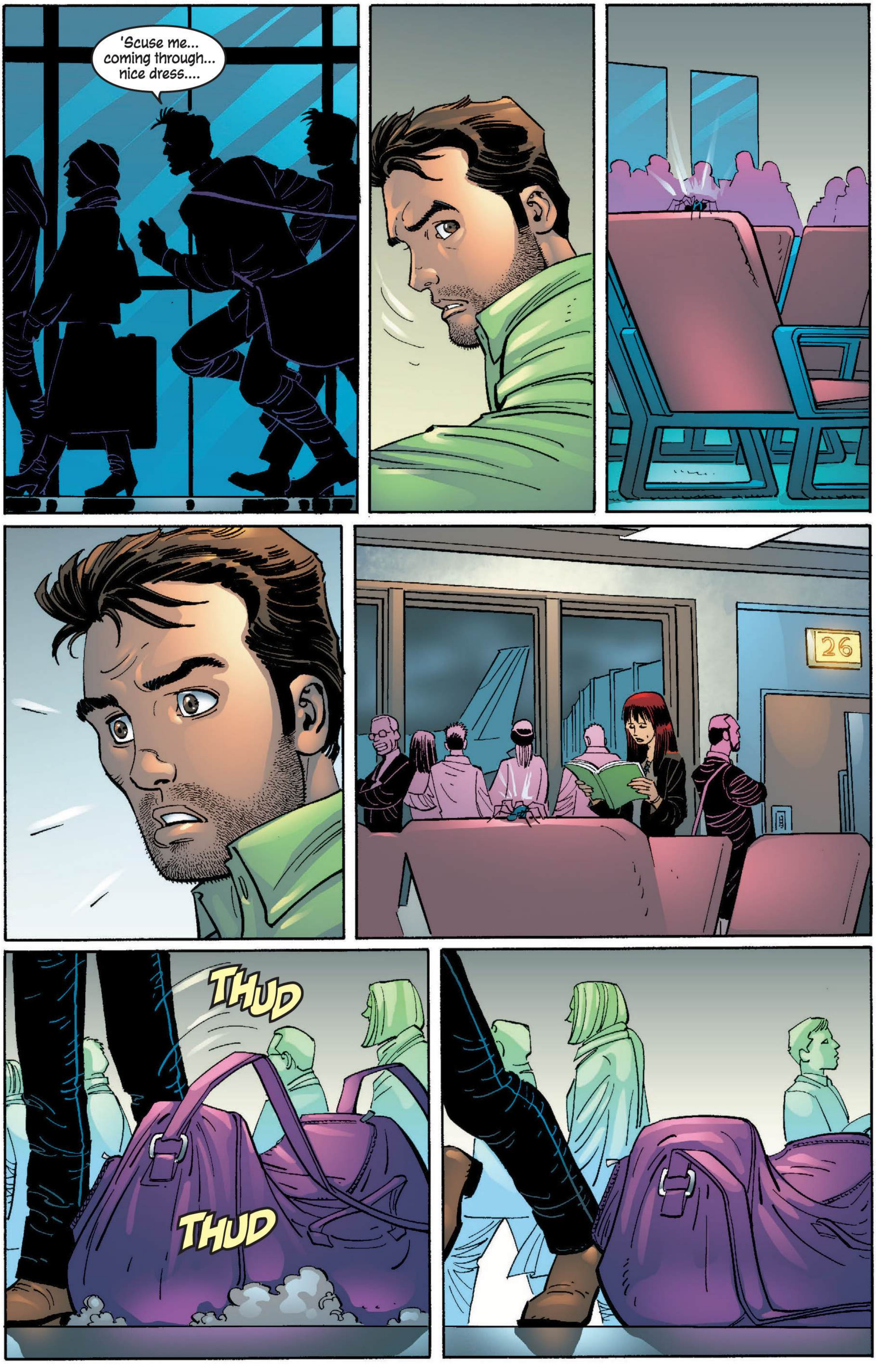

What the hell am I doing here? After everything I've put him through, would he even want me? I'm a fool.
But I'll wait. Just a little longer.
Just... a little longer.
This was a mistake. I should never have come.

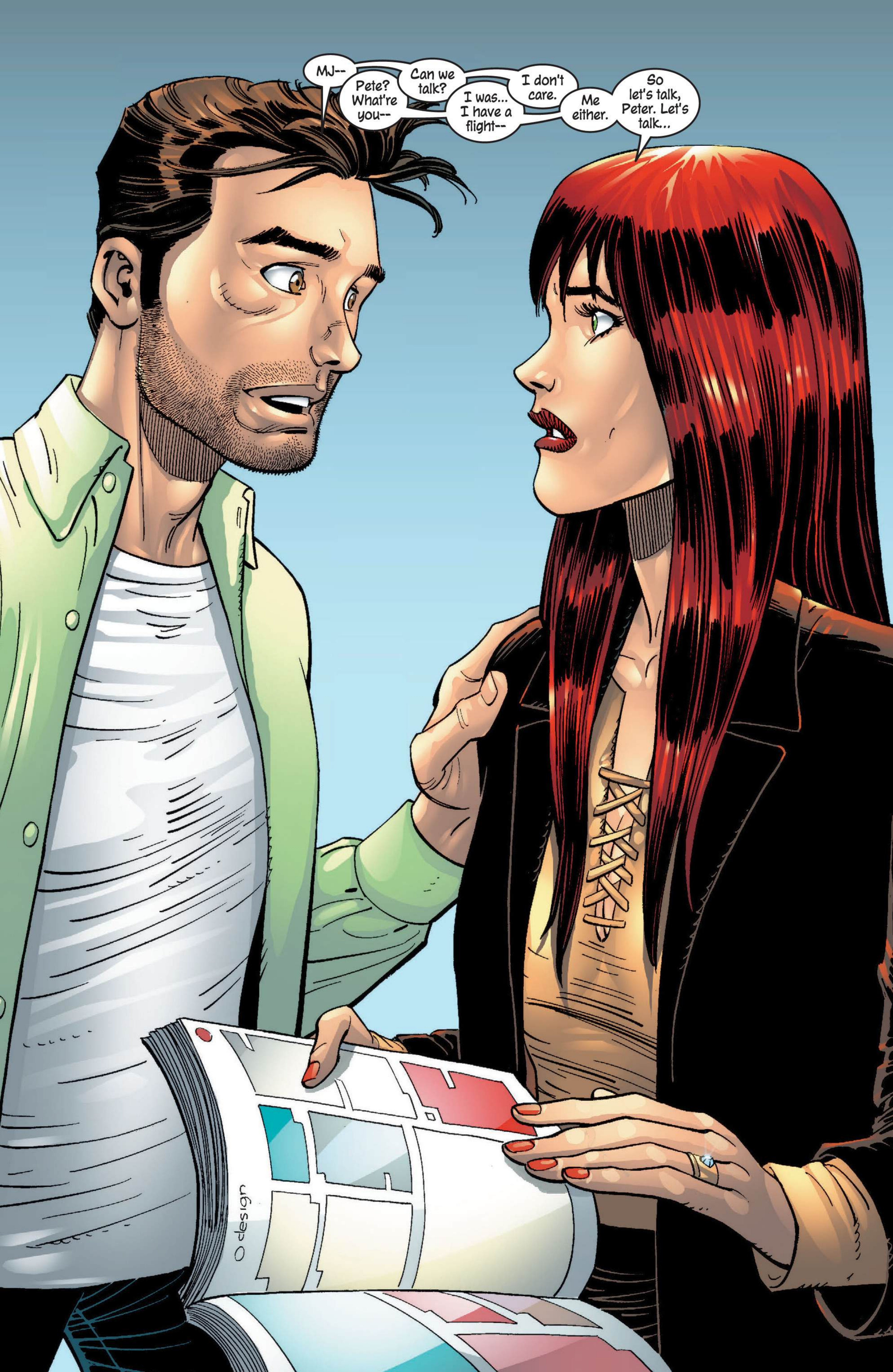

Let it go.
Let it go.
It's over.
Move on.
It's over.

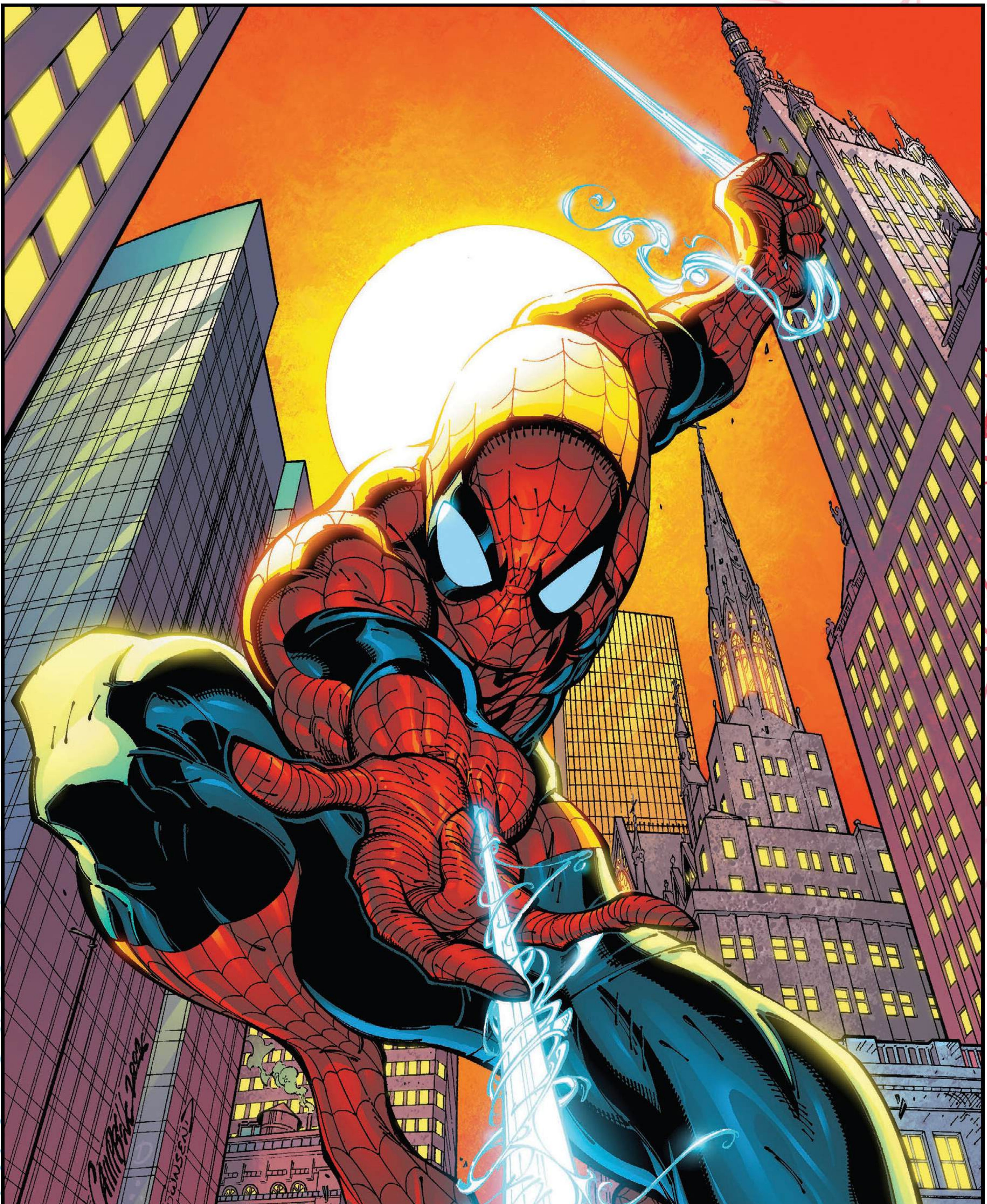

--to welcome you aboard flight 739 nonstop to New York. Before we take off you should familiarize yourself with the emergency instructions--
--and we should be arriving in Los Angeles shortly ahead of schedule. We've got one stop-over in Denver, where we're expecting some weather, but we're assured it won't be any trouble--
Goodbye, MJ.
Bye, Peter.
--hitting some stormy weather, so we ask that you return to your seats and fasten your seat belts.
KATHOOOM


KRAAAAKK
BOOOOOM
Jeez --! Did it hit us?!
It grazed us...I'm getting irregular readings on the electrical system.
Damn... are we air-worthy?
I think so, but I'm not sure. I wouldn't want to risk it, though, not on a flight this long.
Nuts...
This is your captain speaking... you probably just saw that hammer of a lightning bolt that skinned the surface. We don't believe it caused any damage--
-- but to be on the safe side we're going to put down for an inspection of the electrical system. We apologize for the inconvenience, but airline safety regulations require that we have full confidence in our systems before continuing.
Nuts. Just nuts. What else can go wrong?
So if you'll buckle up, we'll be on the ground in Denver in just a few minutes.

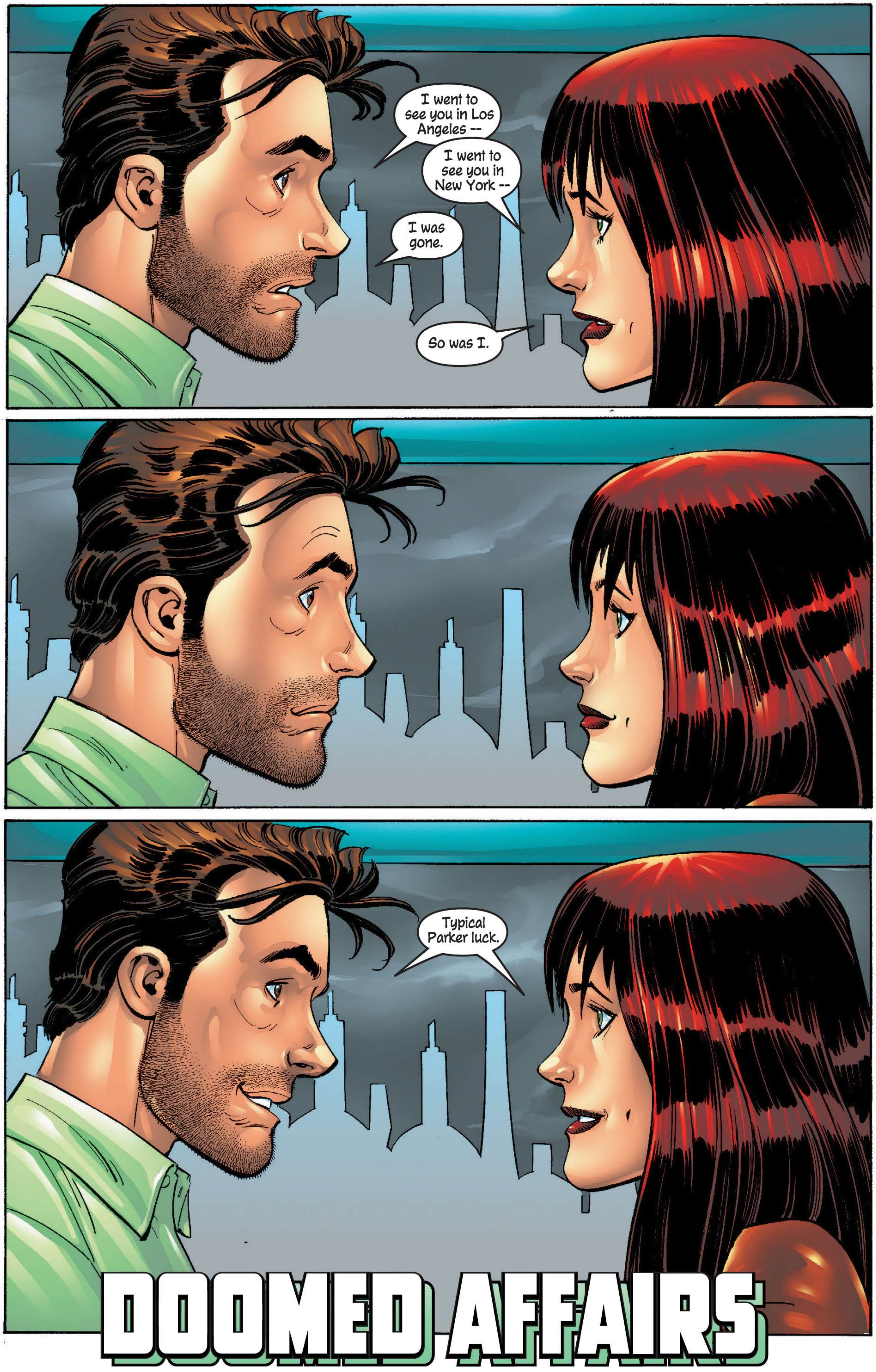

-- and I want a fruity-jooty freeze, a hamburger...no, a cheeseburger, and some fries...you got the curly fries?
BURGER-N-
We're out of curly fries. But we got home fries and natural fries.
...sigh...
Okay, so I'll have a cheeseburger, a fruity-jooty freeze, natural fries, and a cookie.
You take Canadian money?
No.
Aw, man, c'mon...
NES
BOOKS
--and I just think Marilyn Manson is *so* wicked!
So wicked!
Wicked?
Wicked!
Excuse me, can I borrow your fork?
I want to stick it in my eye.
Why?
Wicked!
--announcing the re-boarding of flight 739 to New York. We will be pre-boarding first class passengers at gate 29--
About time...

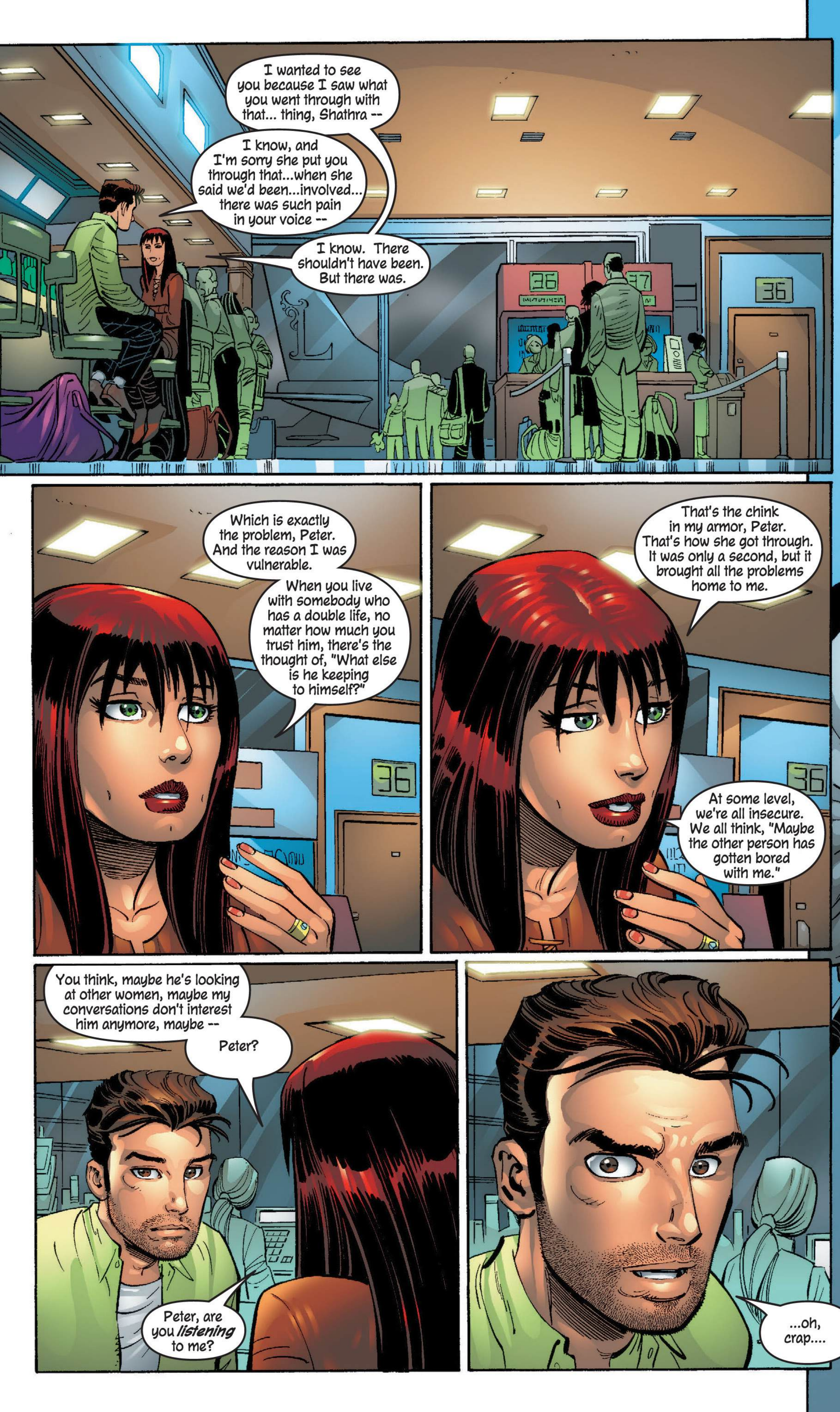

'Scuse me... coming through... nice dress....
26
THUD
THUD

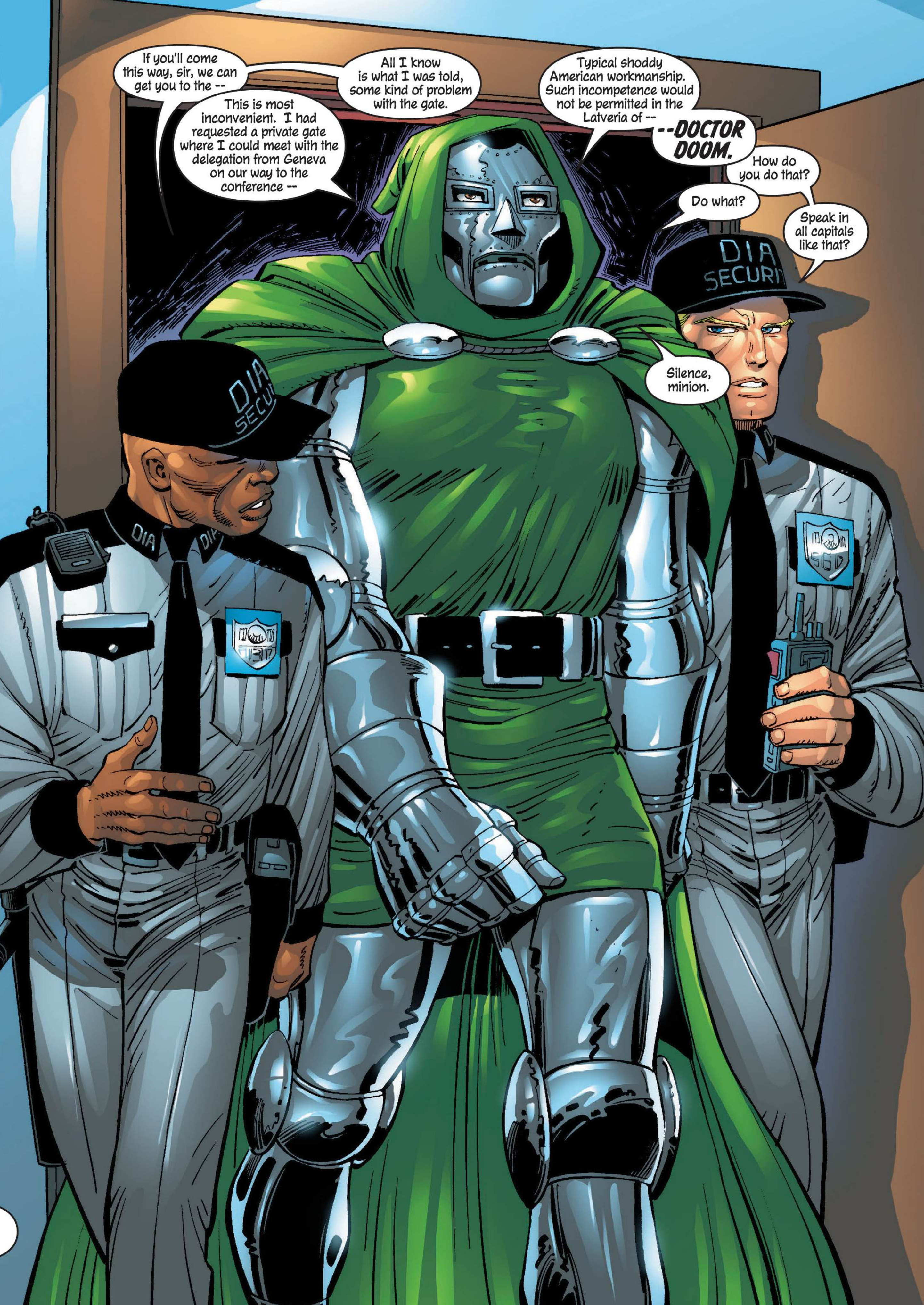

MJ--
Pete? What're you--
Can we talk?
I was... I have a flight--
I don't care.
Me either.
So let's talk, Peter. Let's talk...
design

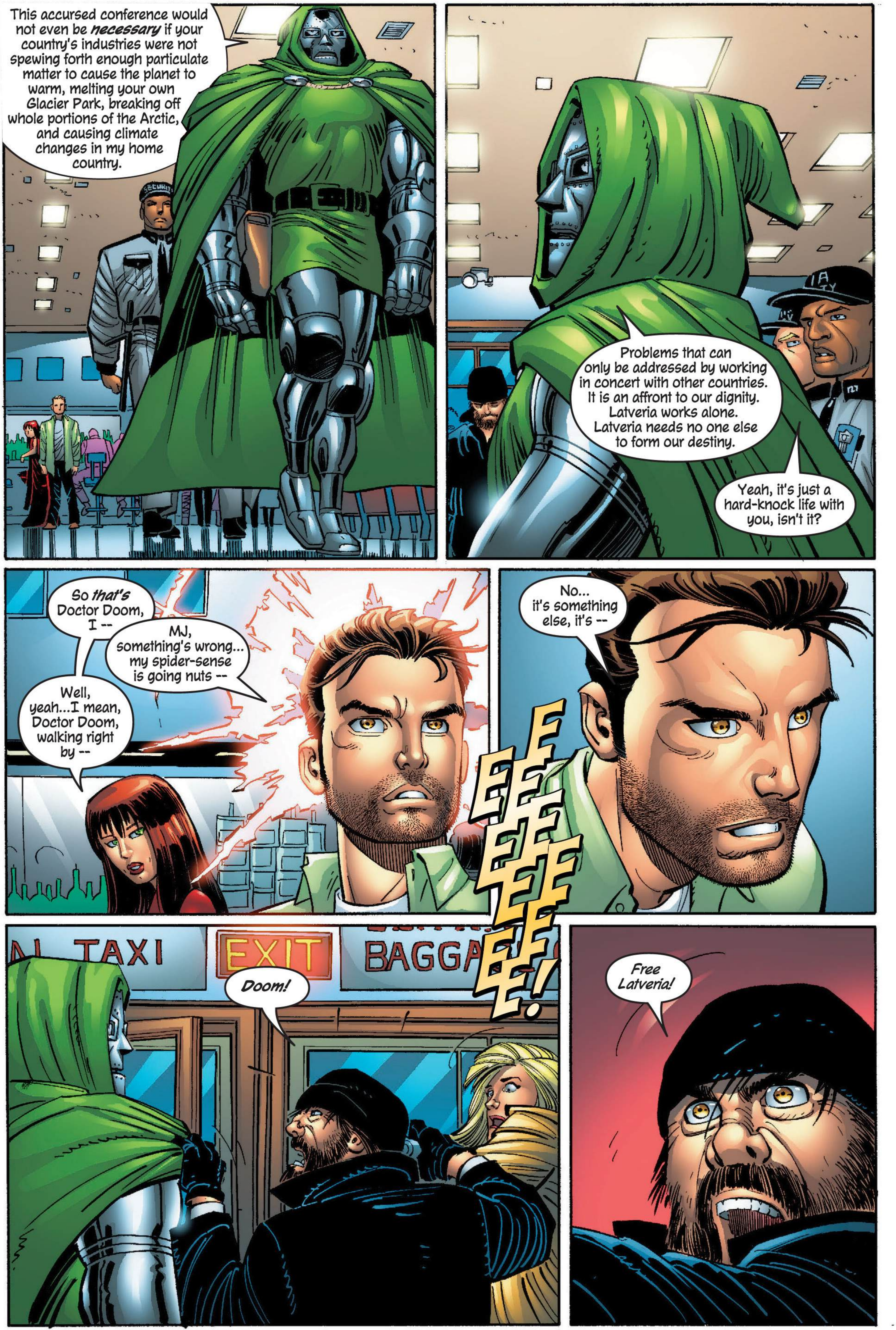

CAMPBELL 2002
TOWNSEND

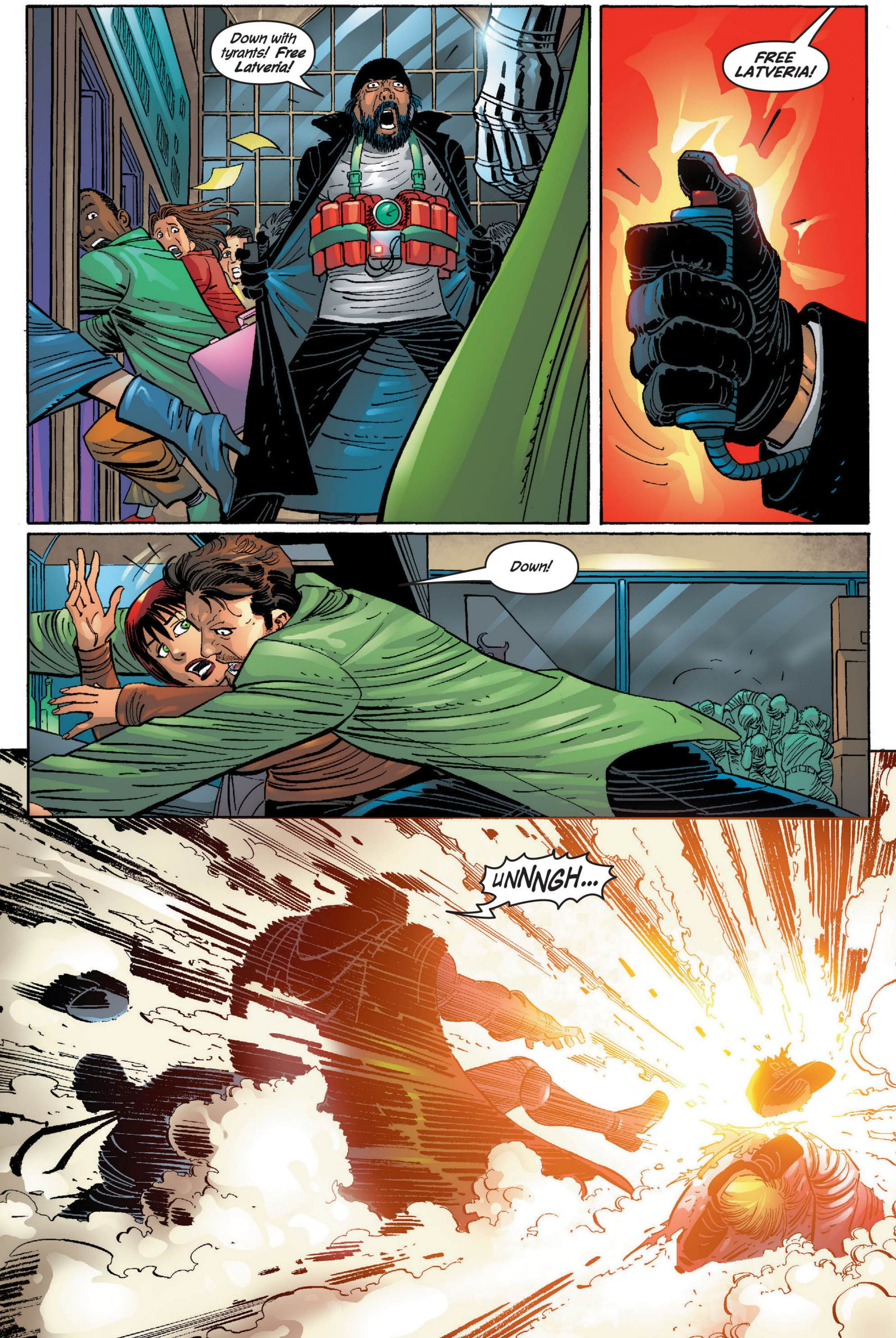
AMAZING SPIDER-MAN #50

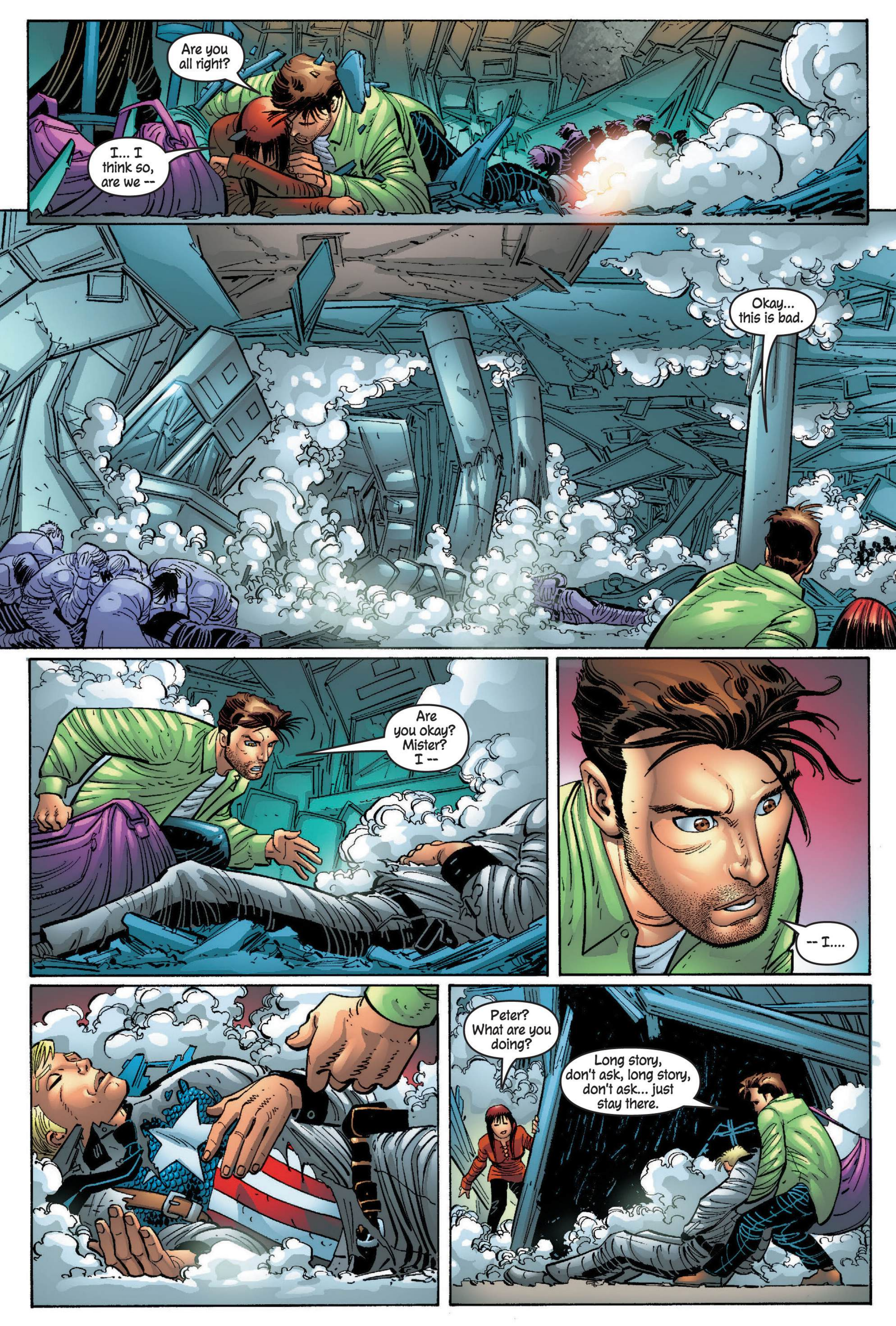

I went to see you in Los Angeles --
I went to see you in New York --
I was gone.
So was I.
Typical Parker luck.
DOOMED AFFAIRS

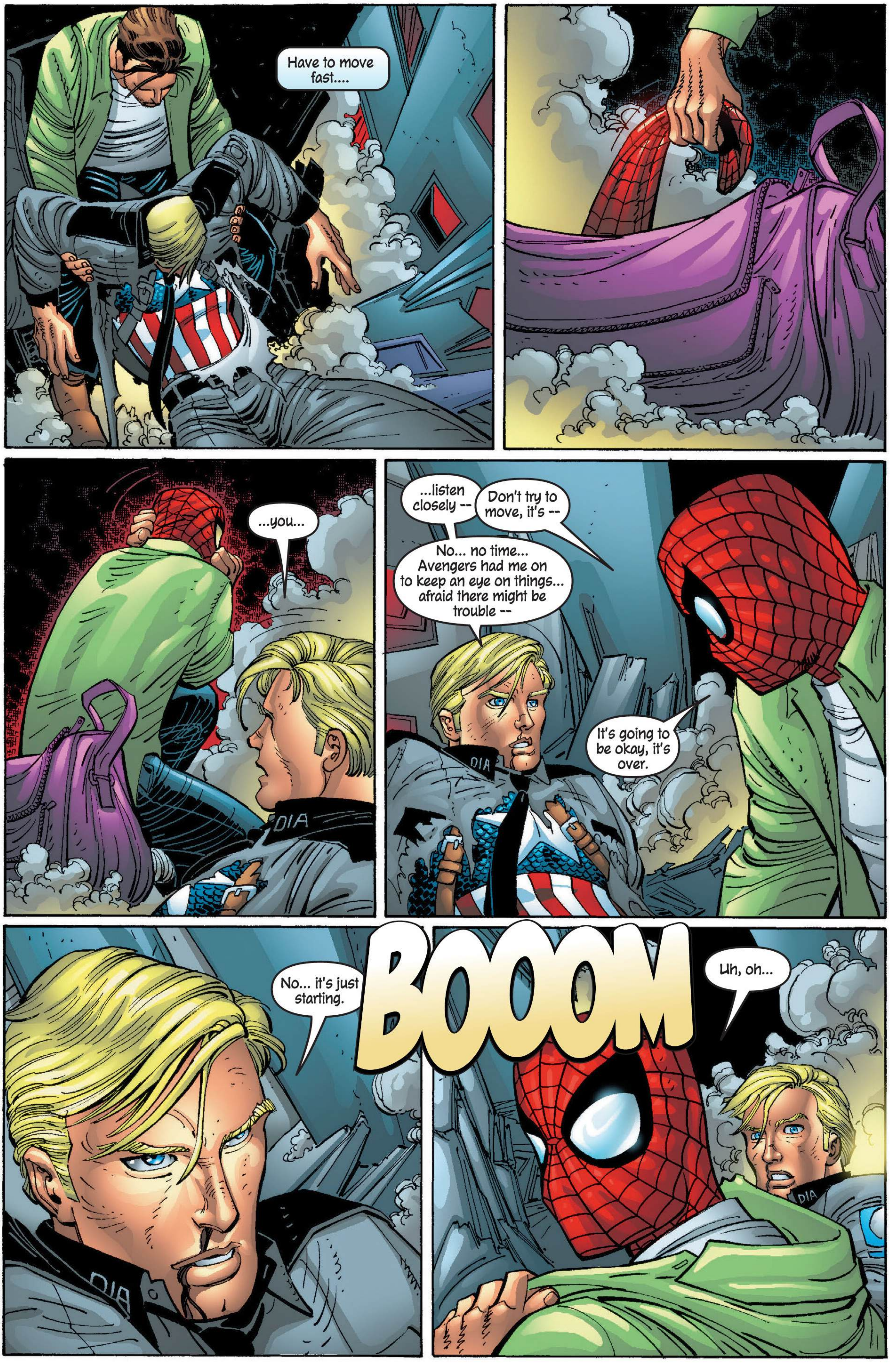

I wanted to see you because I saw what you went through with that... thing, Shathra --
I know, and I'm sorry she put you through that...when she said we'd been...involved... there was such pain in your voice --
I know. There shouldn't have been. But there was.
36
37
36
Which is exactly the problem, Peter. And the reason I was vulnerable.
When you live with somebody who has a double life, no matter how much you trust him, there's the thought of, "What else is he keeping to himself?"
36
That's the chink in my armor, Peter. That's how she got through. It was only a second, but it brought all the problems home to me.
At some level, we're all insecure. We all think, "Maybe the other person has gotten bored with me."
36
You think, maybe he's looking at other women, maybe my conversations don't interest him anymore, maybe --
Peter?
Peter, are you *listening* to me?
...oh, crap....

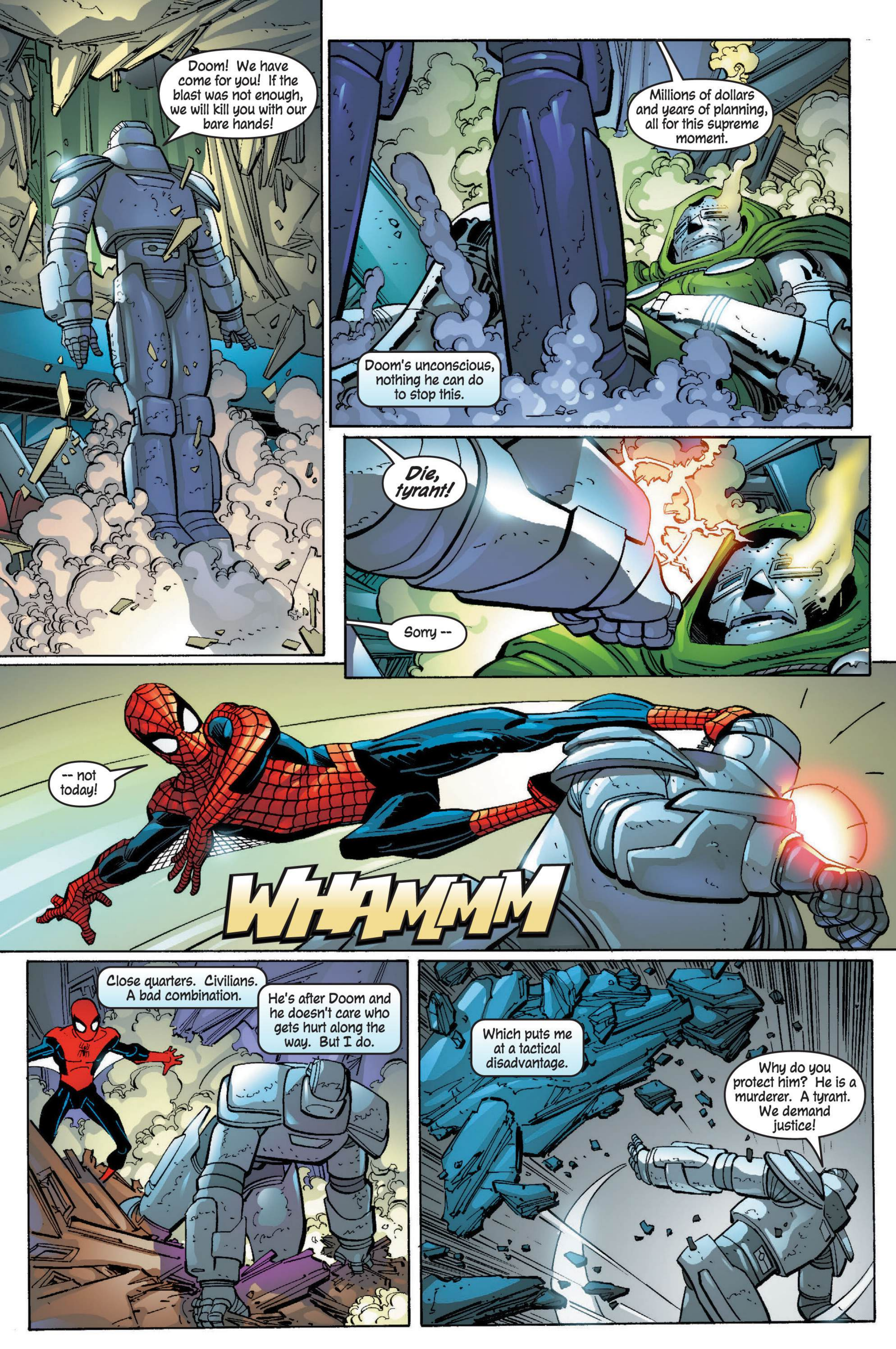

If you'll come this way, sir, we can get you to the --
All I know is what I was told, some kind of problem with the gate.
This is most inconvenient. I had requested a private gate where I could meet with the delegation from Geneva on our way to the conference --
Typical shoddy American workmanship. Such incompetence would not be permitted in the Latveria of --
--DOCTOR DOOM.
How do you do that?
Do what?
Speak in all capitals like that?
Silence, minion.
DIA SECURI
DIA SECUR
DIA
DIA

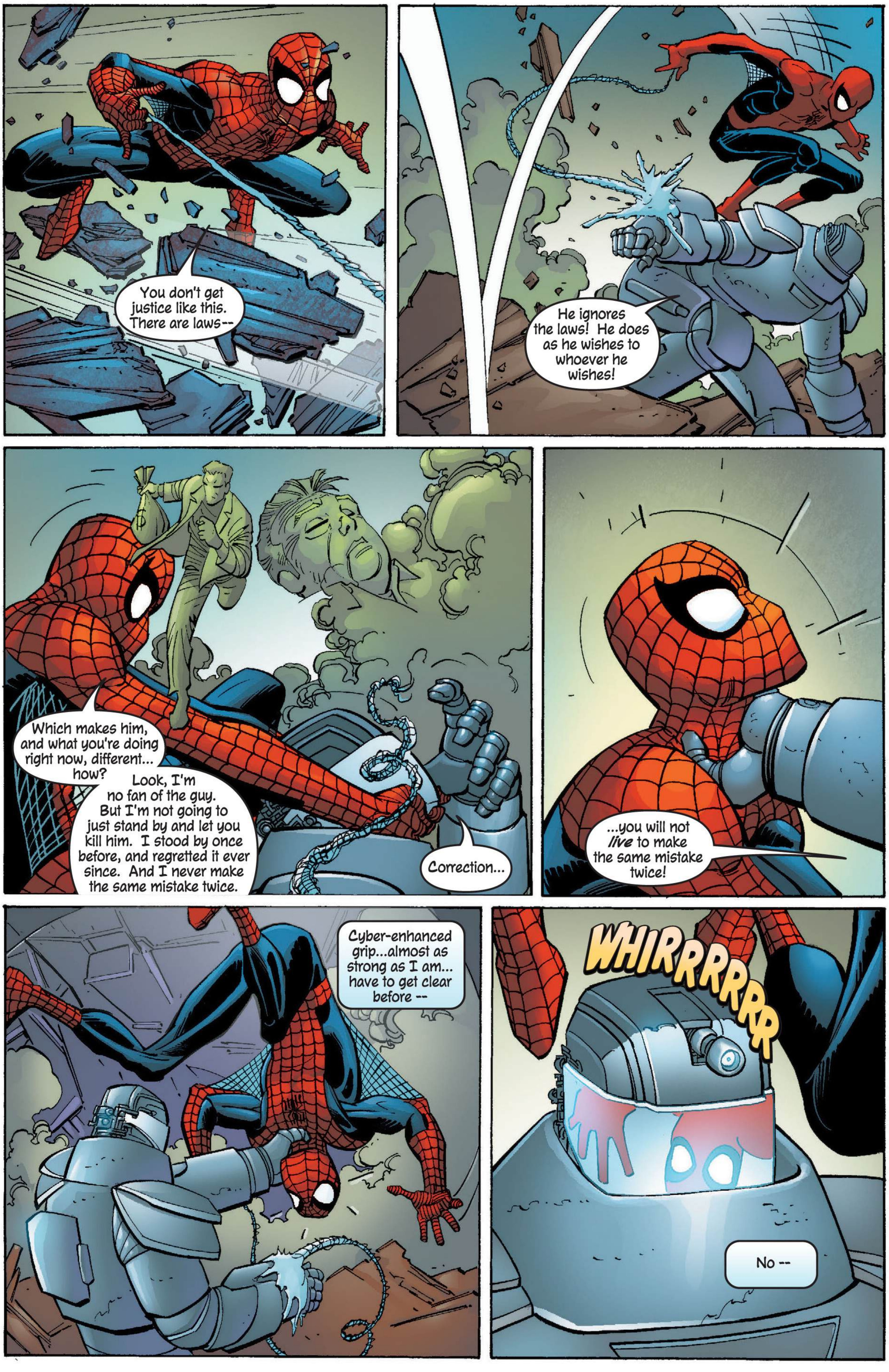

This accursed conference would not even be *necessary* if your country's industries were not spewing forth enough particulate matter to cause the planet to warm, melting your own Glacier Park, breaking off whole portions of the Arctic, and causing climate changes in my home country.
SECURITY
Problems that can only be addressed by working in concert with other countries. It is an affront to our dignity. Latveria works alone. Latveria needs no one else to form our destiny.
Yeah, it's just a hard-knock life with you, isn't it?
So *that's* Doctor Doom, I --
MJ, something's wrong... my spider-sense is going nuts --
Well, yeah...I mean, Doctor Doom, walking right by --
No... it's something else, it's --
EEEEEEEEEE!
TAXI
EXIT
BAGGA
Doom!
Free Latveria!

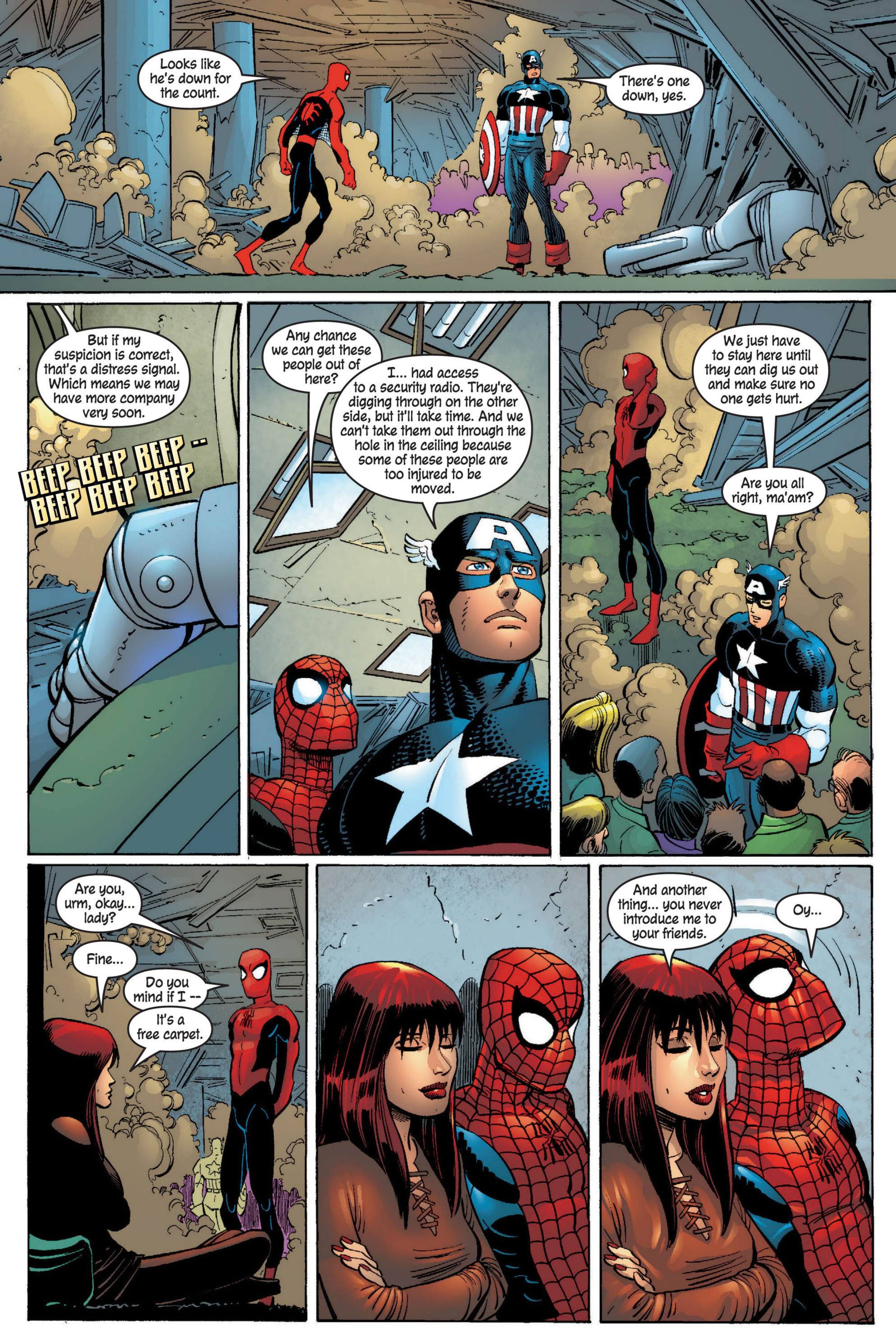

Down with tyrants! Free Latveria!
FREE LATVERIA!
Down!
UNNNGH...

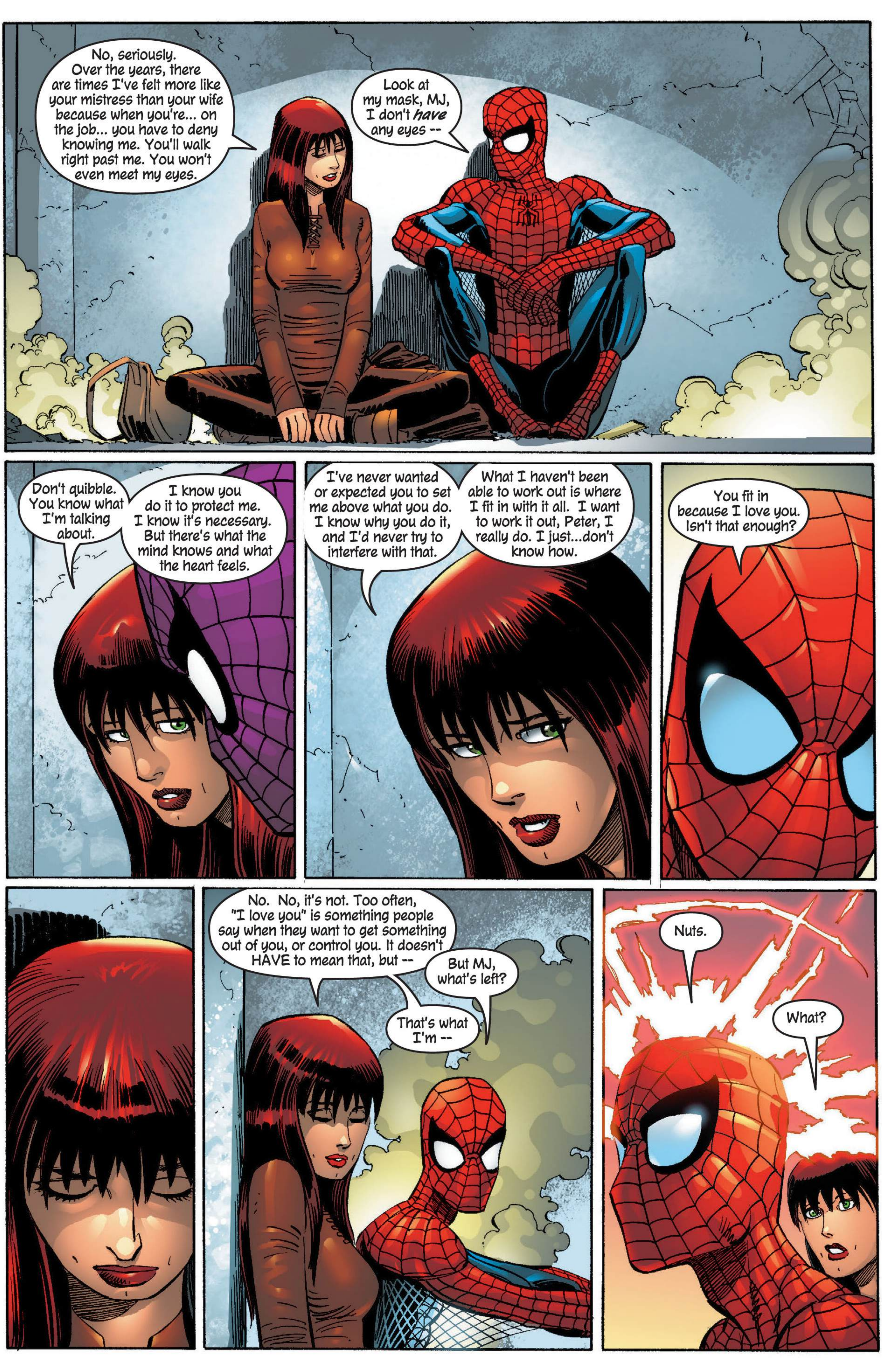

Are you all right?
I... I think so, are we --
Okay... this is bad.
Are you okay? Mister? I --
-- I....
Peter? What are you doing?
Long story, don't ask, long story, don't ask... just stay there.

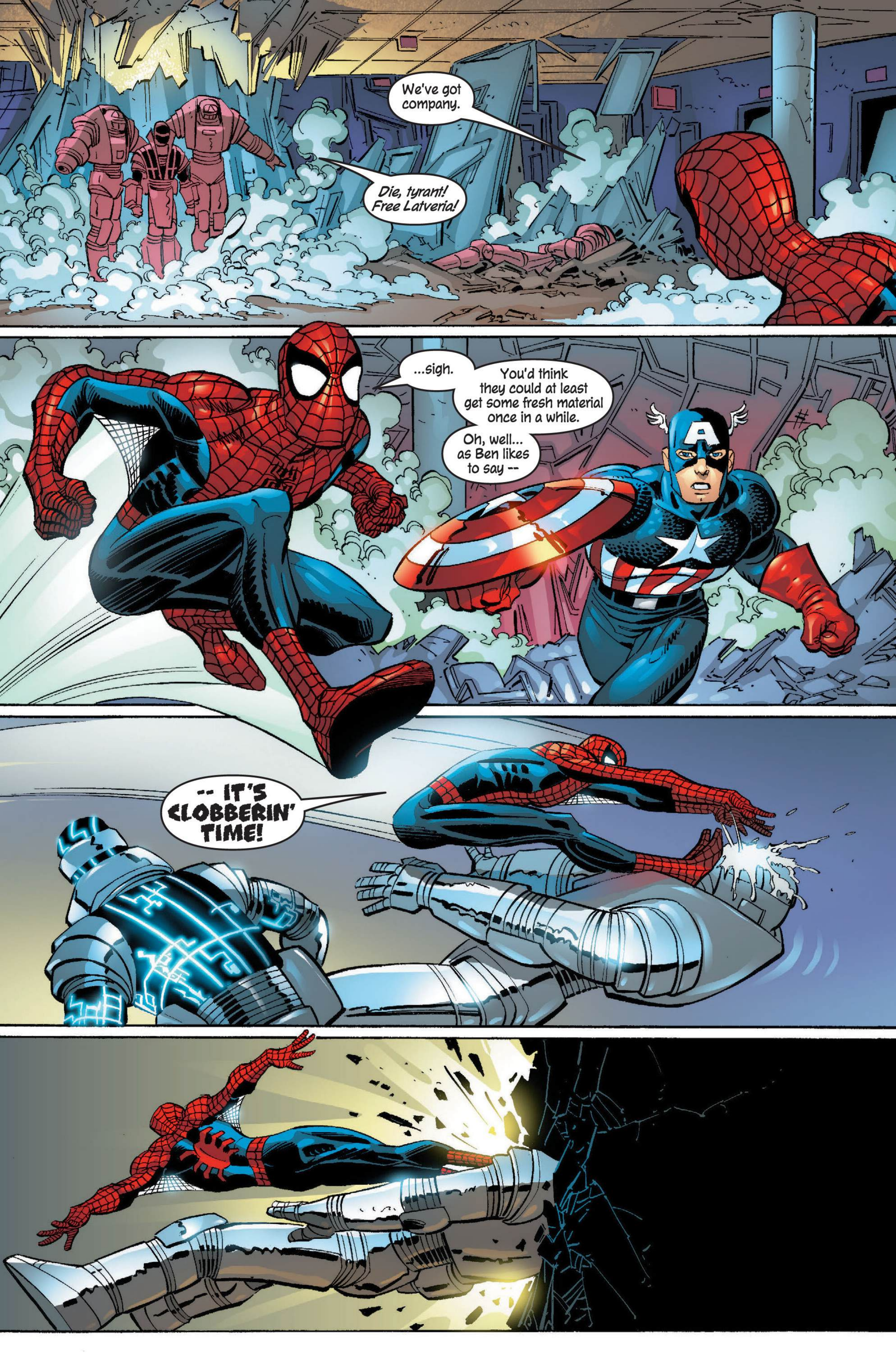

Have to move fast....
...you...
...listen closely --
Don't try to move, it's --
No... no time... Avengers had me on to keep an eye on things... afraid there might be trouble --
It's going to be okay, it's over.
No... it's just starting.
BOOOM
Uh, oh...

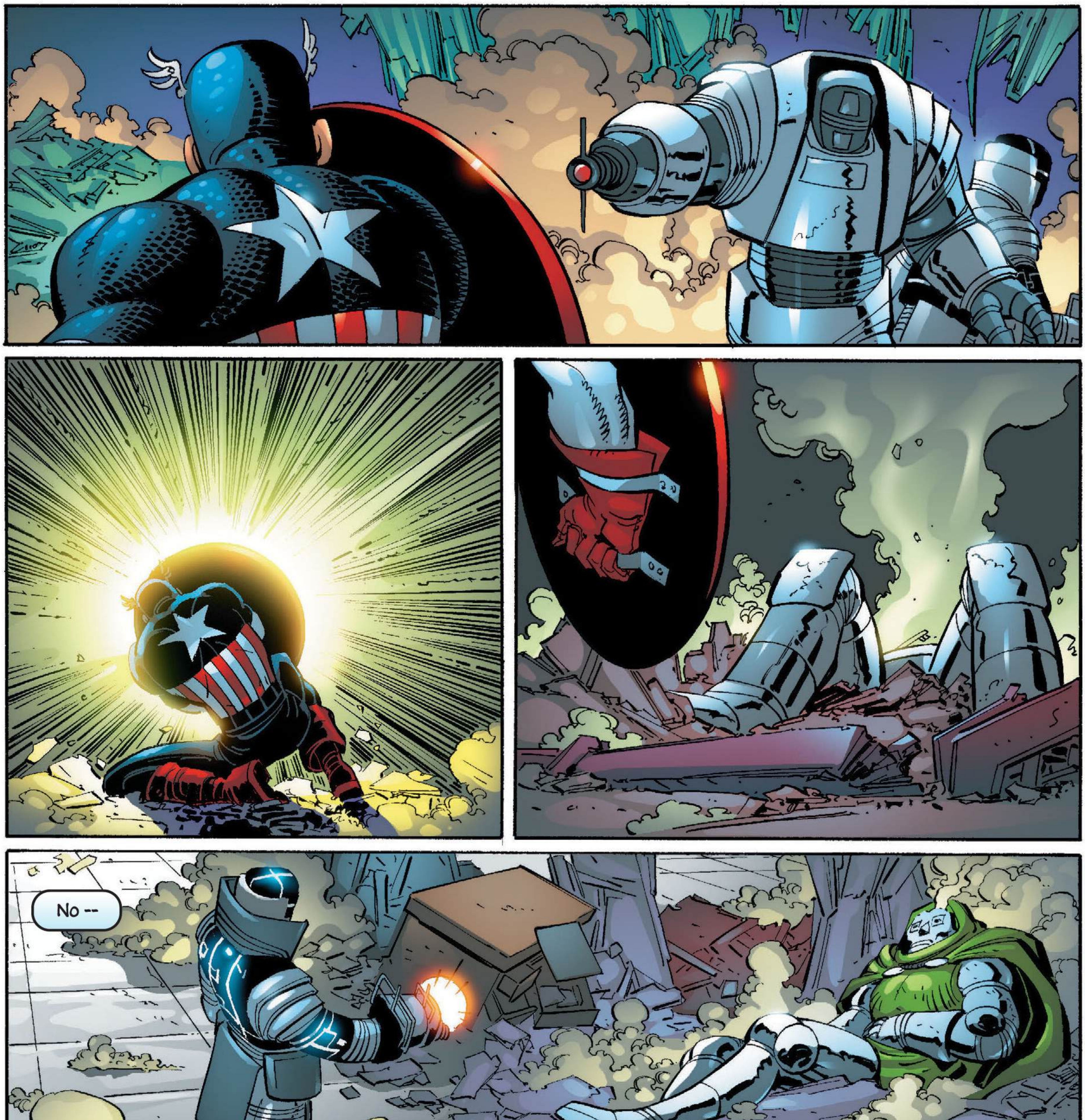

Doom! We have come for you! If the blast was not enough, we will kill you with our bare hands!
Millions of dollars and years of planning, all for this supreme moment.
Doom's unconscious, nothing he can do to stop this.
Die, tyrant!
Sorry --
-- not today!
WHAMMM
Close quarters. Civilians. A bad combination.
He's after Doom and he doesn't care who gets hurt along the way. But I do.
Which puts me at a tactical disadvantage.
Why do you protect him? He is a murderer. A tyrant. We demand justice!

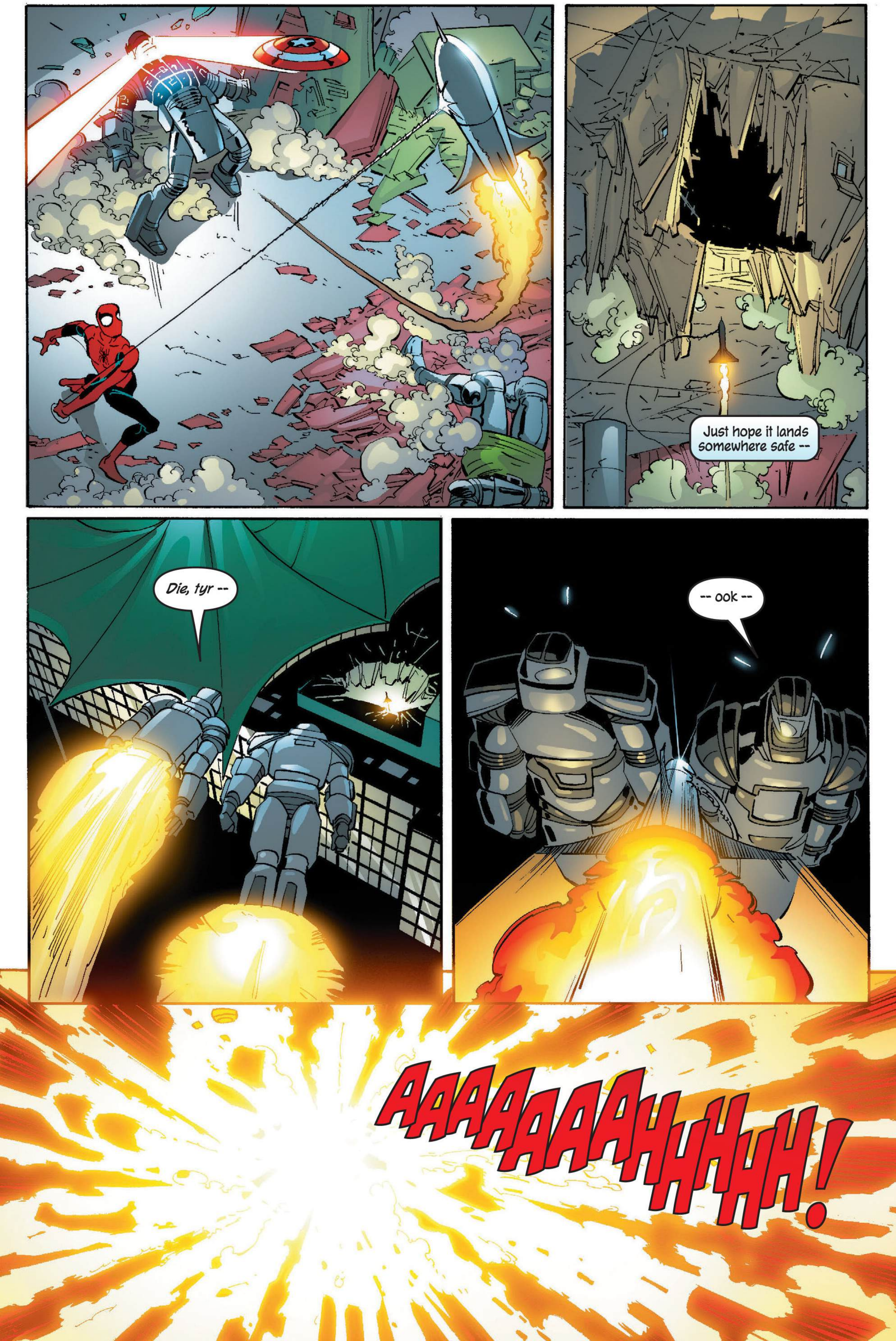

You don't get justice like this. There are laws--
He ignores the laws! He does as he wishes to whoever he wishes!
Which makes him, and what you're doing right now, different... how?
Look, I'm no fan of the guy. But I'm not going to just stand by and let you kill him. I stood by once before, and regretted it ever since. And I never make the same mistake twice.
Correction...
...you will not *live* to make the same mistake twice!
Cyber-enhanced grip...almost as strong as I am... have to get clear before --
WHIRRRRRR
No --

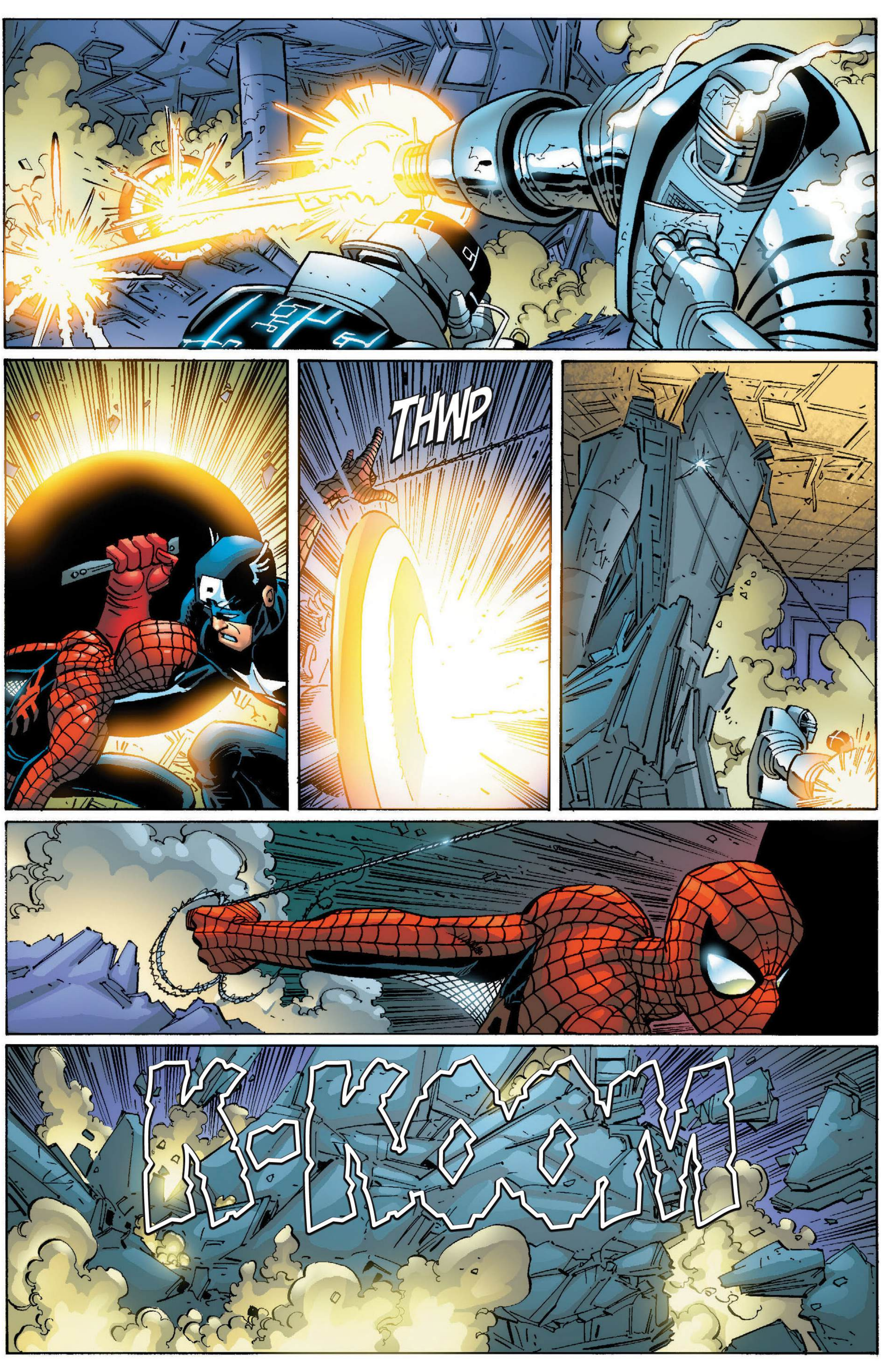

Looks like he's down for the count.
There's one down, yes.
But if my suspicion is correct, that's a distress signal. Which means we may have more company very soon.
BEEP BEEP BEEP -- BEEP BEEP BEEP
Any chance we can get these people out of here?
I... had access to a security radio. They're digging through on the other side, but it'll take time. And we can't take them out through the hole in the ceiling because some of these people are too injured to be moved.
We just have to stay here until they can dig us out and make sure no one gets hurt.
Are you all right, ma'am?
Are you, urm, okay... lady?
Fine...
Do you mind if I --
It's a free carpet.
And another thing... you never introduce me to your friends.
Oy...

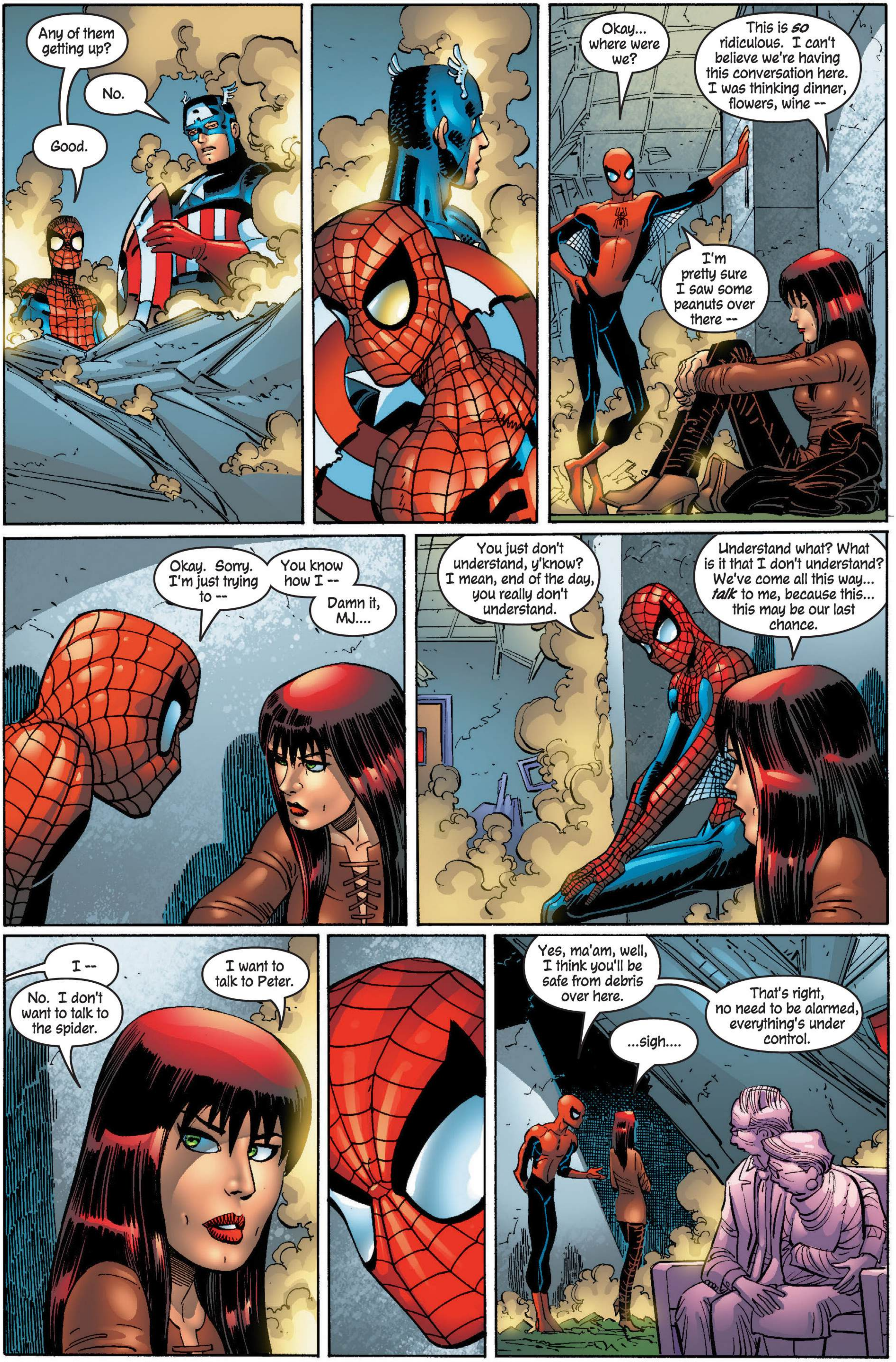

No, seriously. Over the years, there are times I've felt more like your mistress than your wife because when you're... on the job... you have to deny knowing me. You'll walk right past me. You won't even meet my eyes.
Look at my mask, MJ, I don't *have* any eyes --
Don't quibble. You know what I'm talking about.
I know you do it to protect me. I know it's necessary. But there's what the mind knows and what the heart feels.
I've never wanted or expected you to set me above what you do. I know why you do it, and I'd never try to interfere with that.
What I haven't been able to work out is where I fit in with it all. I want to work it out, Peter, I really do. I just...don't know how.
You fit in because I love you. Isn't that enough?
No. No, it's not. Too often, "I love you" is something people say when they want to get something out of you, or control you. It doesn't HAVE to mean that, but --
But MJ, what's left?
That's what I'm --
Nuts.
What?

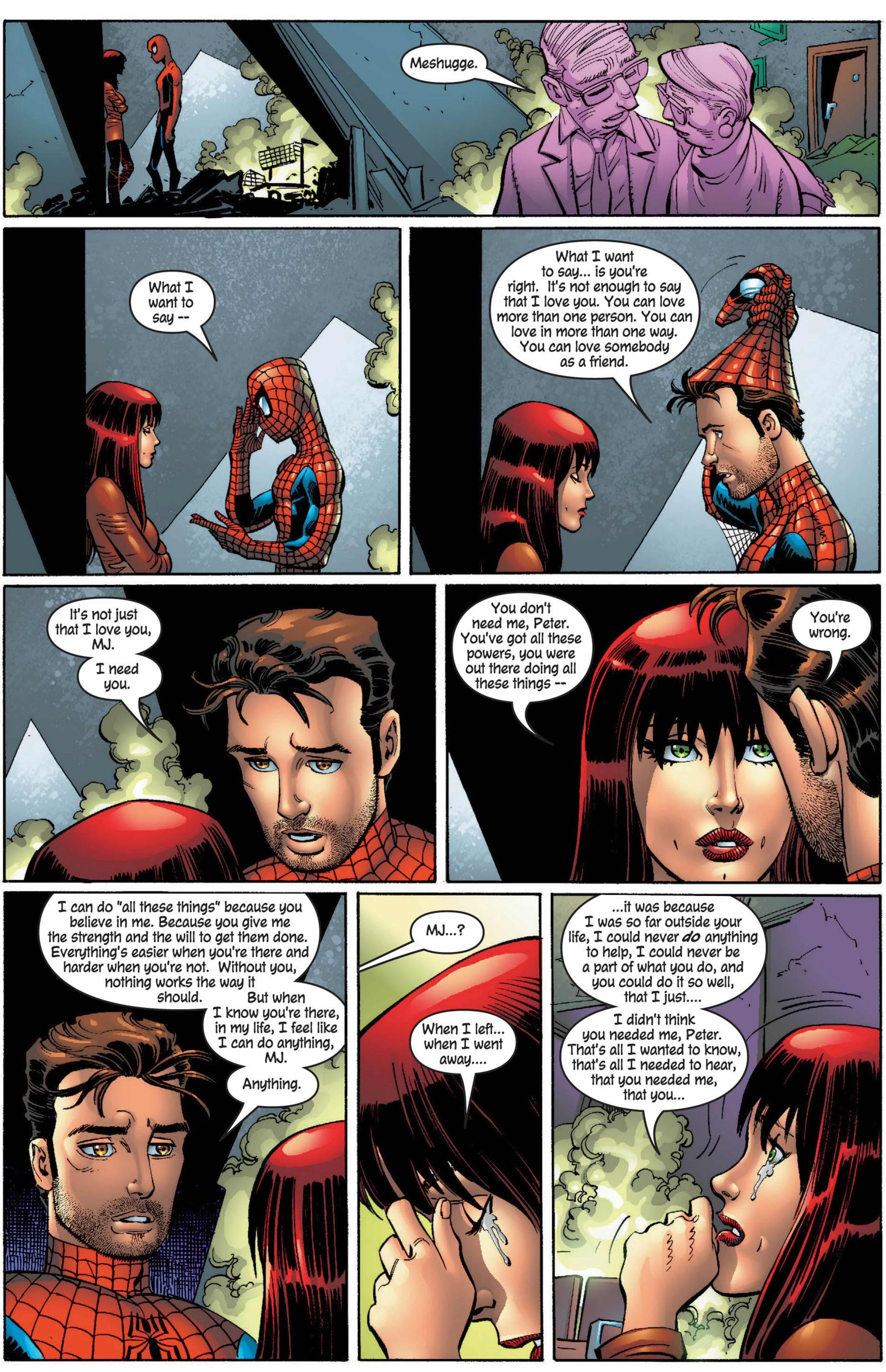

We've got company.
Die, tyrant! Free Latveria!
...sigh.
You'd think they could at least get some fresh material once in a while.
Oh, well... as Ben likes to say --
-- IT'S CLOBBERIN' TIME!

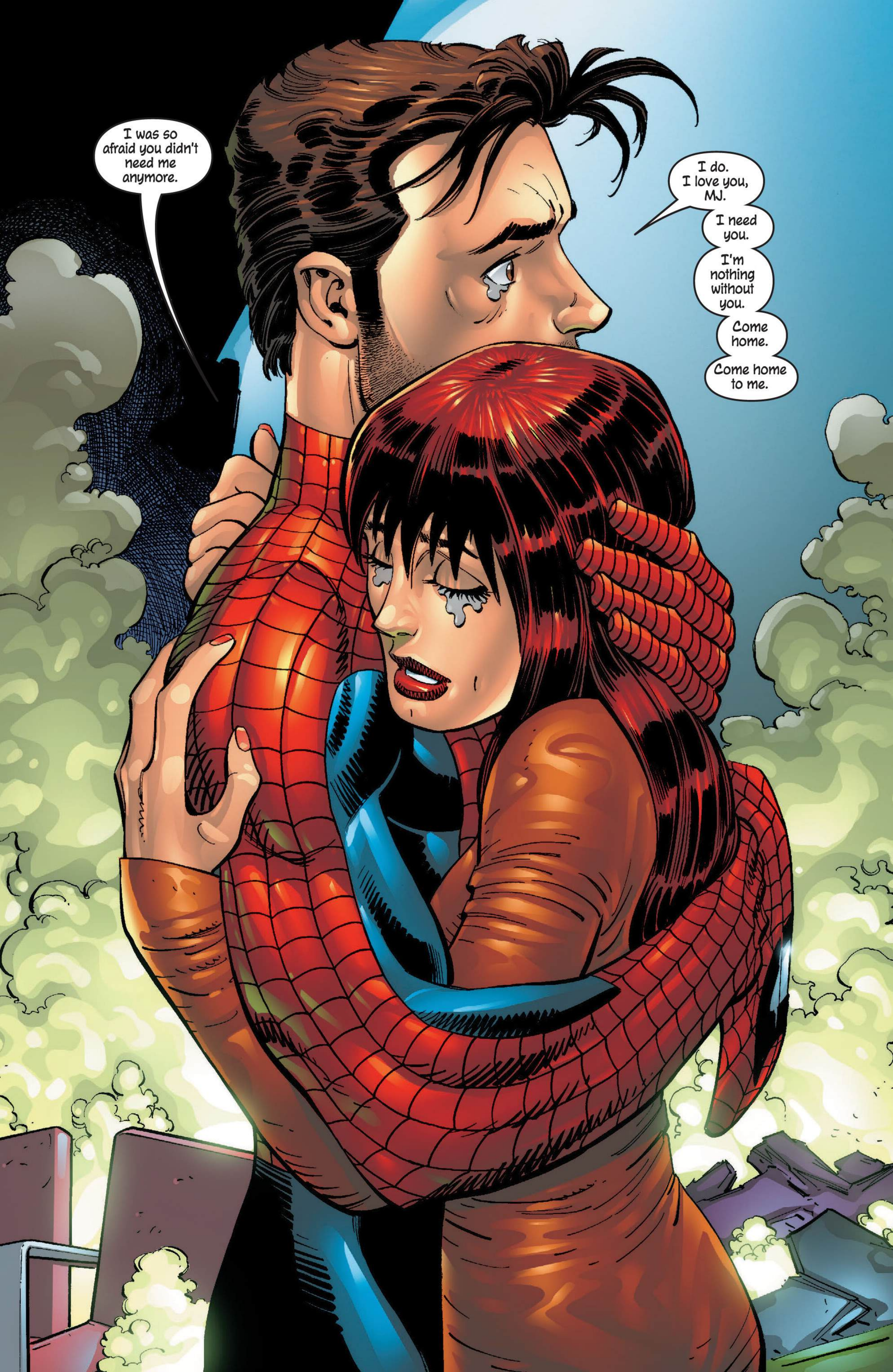

No --
Got to stop it --
Got it!

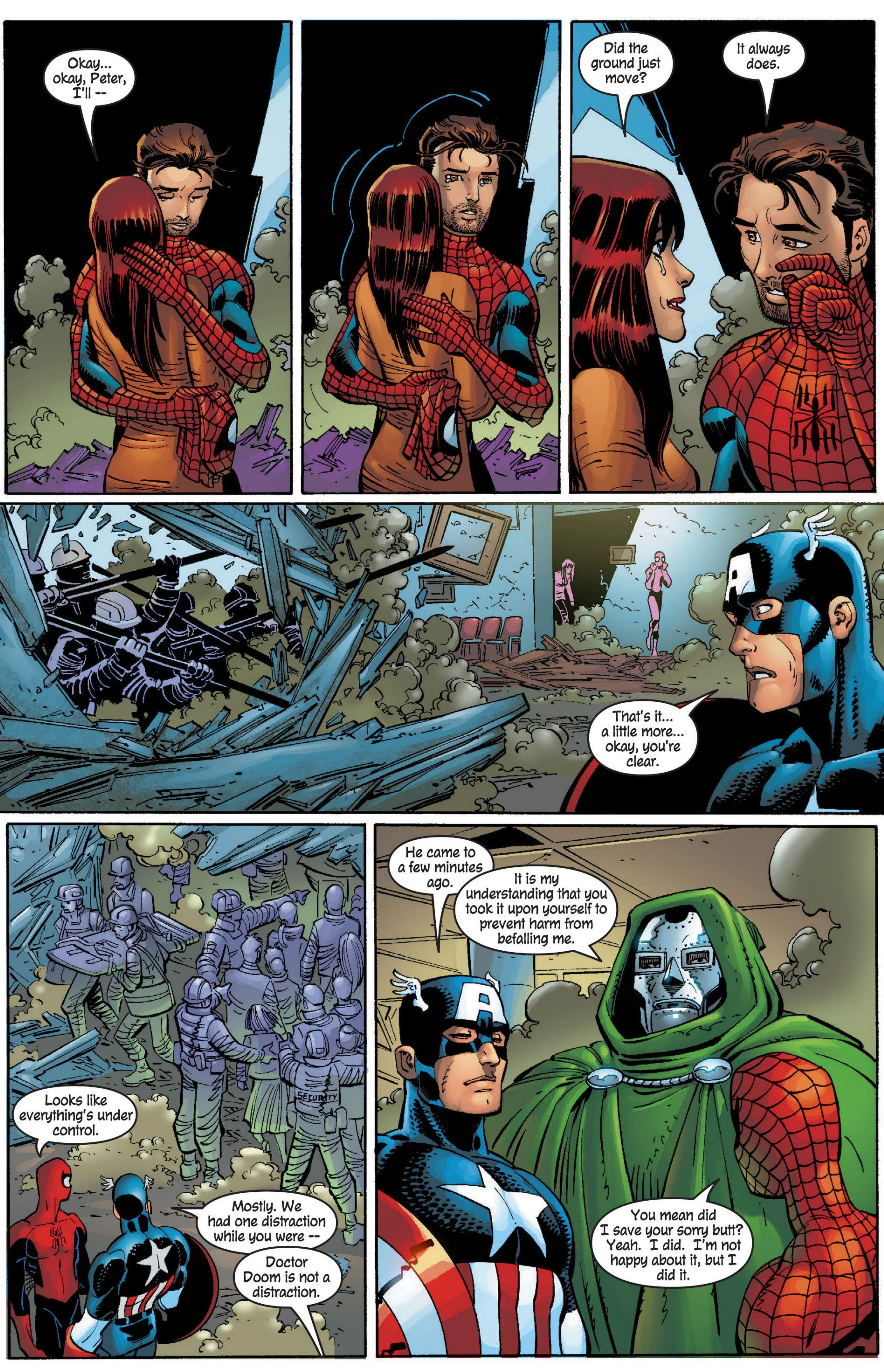

Just hope it lands somewhere safe --
Die, tyr --
-- ook --
AAAAAAAHHHHHH!

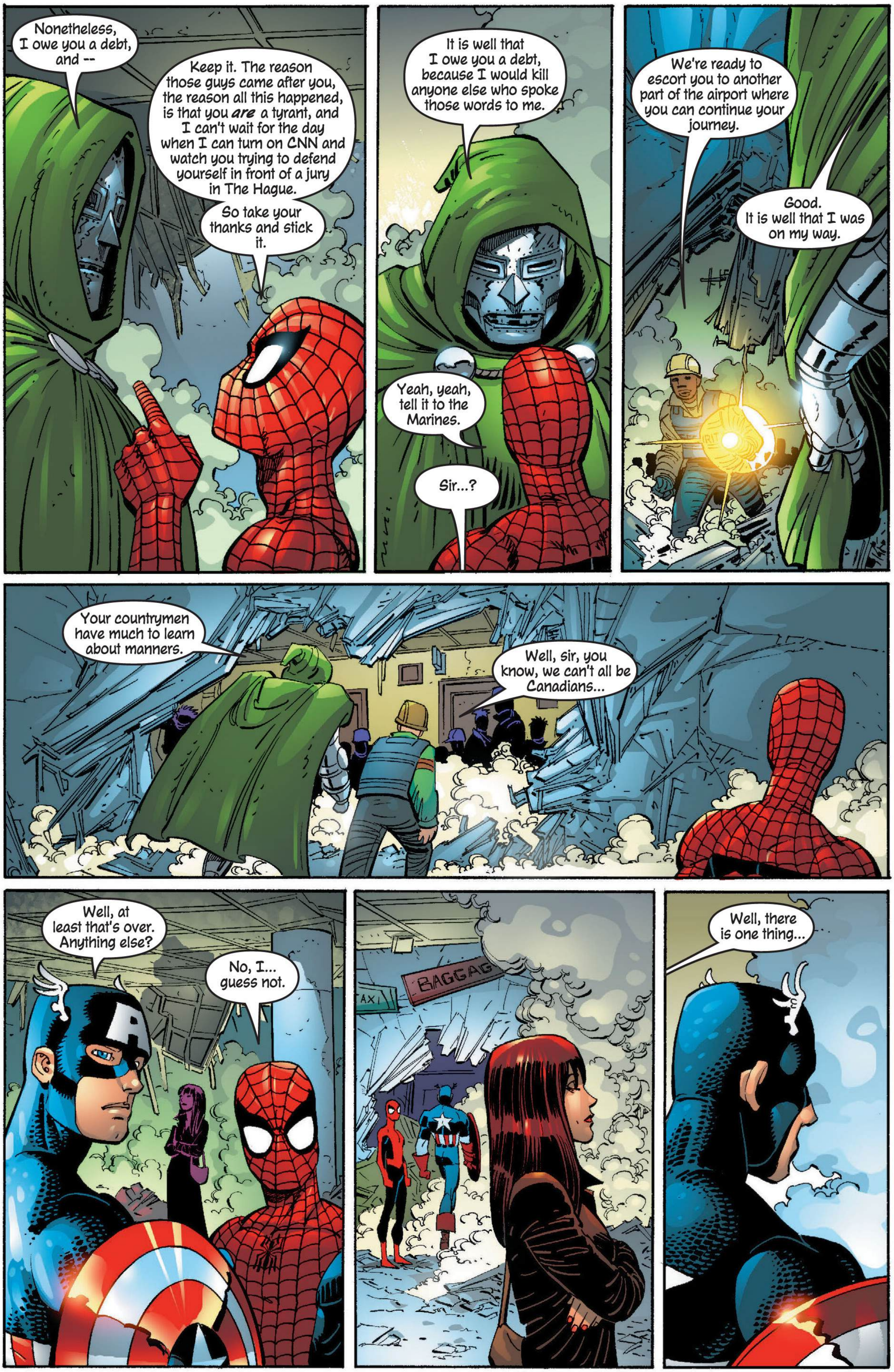

THWP
K-KOOM

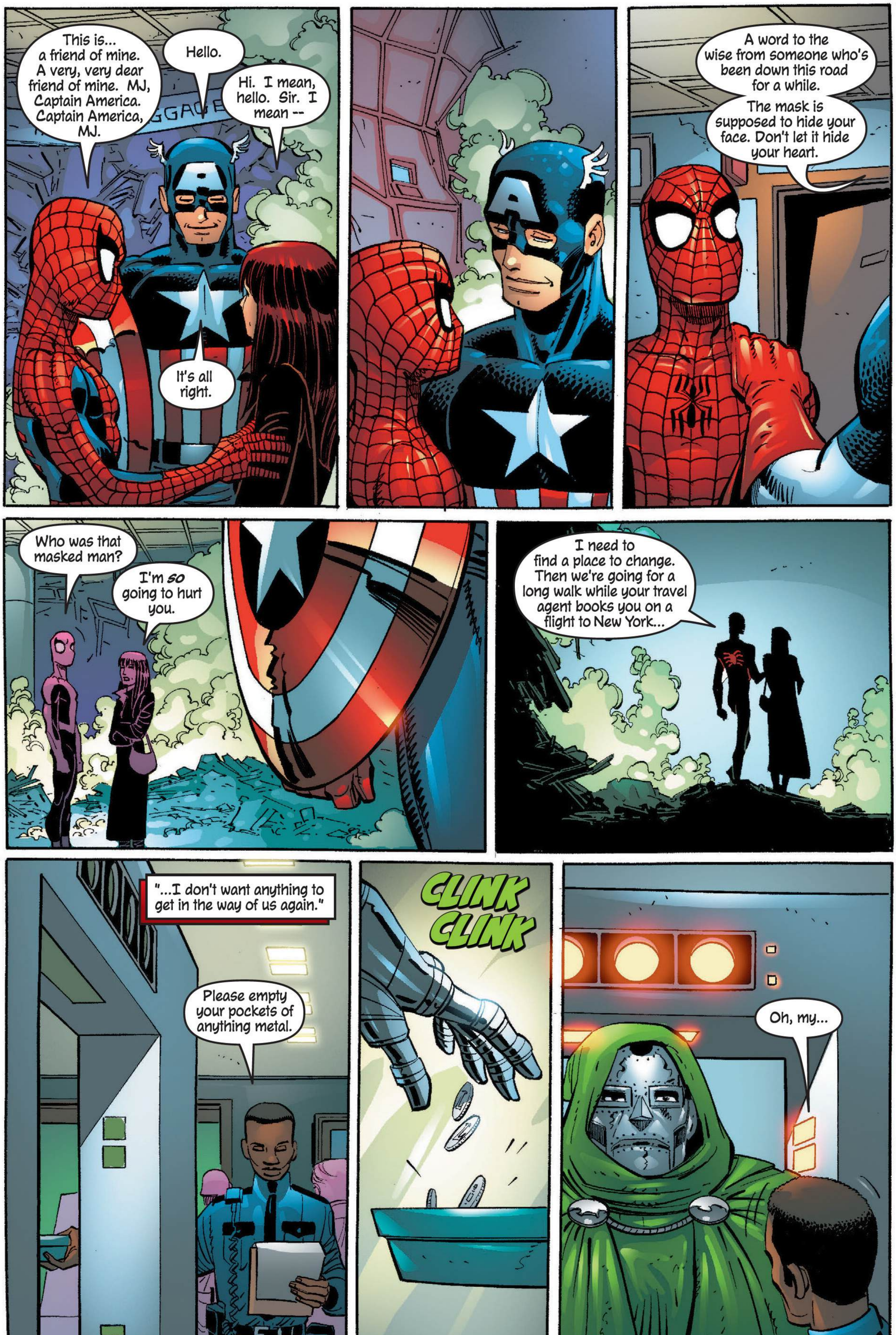

Any of them getting up?
No.
Good.
Okay... where were we?
This is *so* ridiculous. I can't believe we're having this conversation here. I was thinking dinner, flowers, wine --
I'm pretty sure I saw some peanuts over there --
Okay. Sorry. I'm just trying to --
You know how I --
Damn it, MJ....
You just don't understand, y'know? I mean, end of the day, you really don't understand.
Understand what? What is it that I don't understand? We've come all this way... *talk* to me, because this... this may be our last chance.
I --
No. I don't want to talk to the spider.
I want to talk to Peter.
Yes, ma'am, well, I think you'll be safe from debris over here.
...sigh....
That's right, no need to be alarmed, everything's under control.

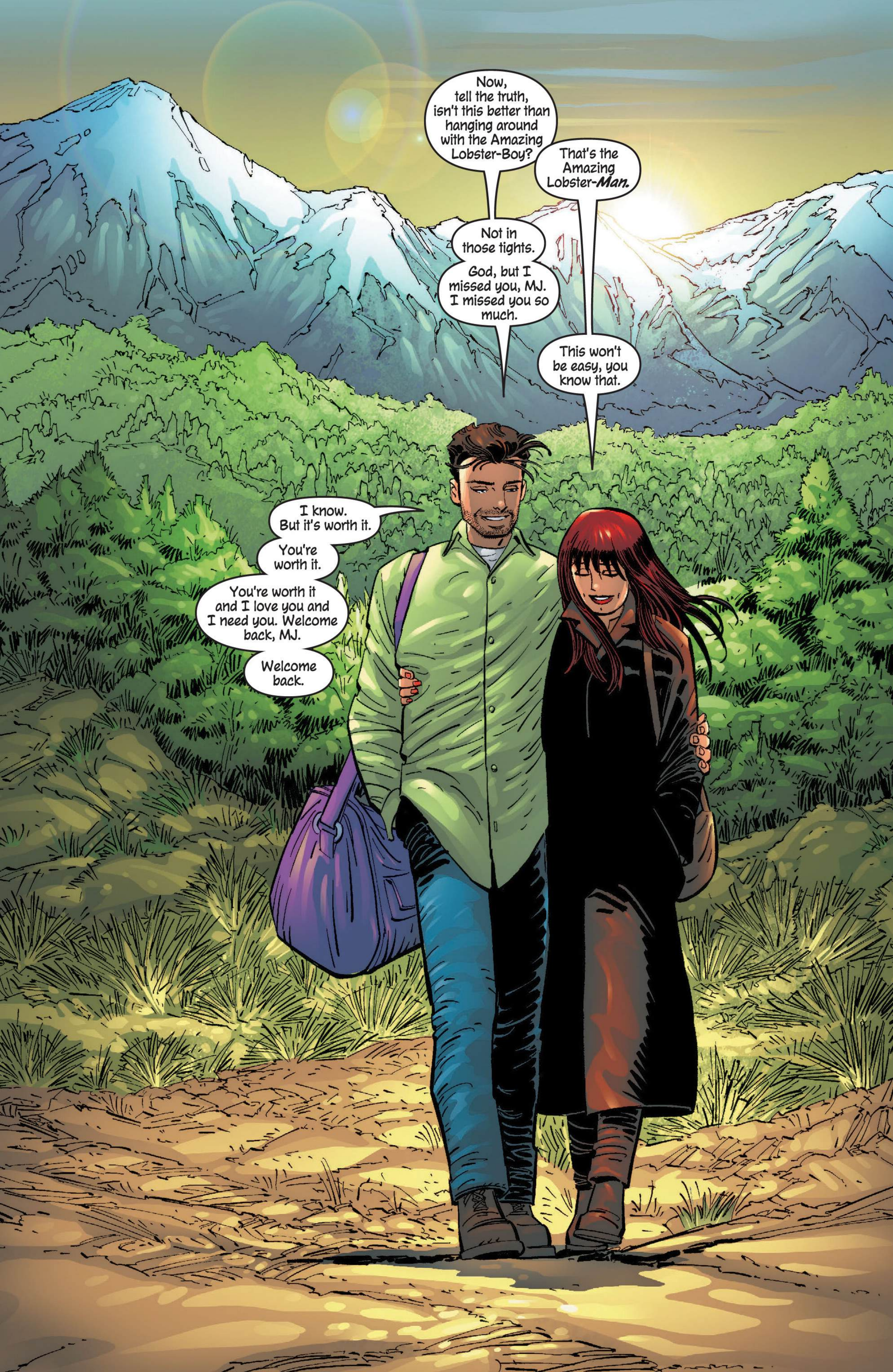

Meshugge.
What I want to say --
What I want to say... is you're right. It's not enough to say that I love you. You can love more than one person. You can love in more than one way. You can love somebody as a friend.
It's not just that I love you, MJ.
I need you.
You don't need me, Peter. You've got all these powers, you were out there doing all these things --
You're wrong.
I can do "all these things" because you believe in me. Because you give me the strength and the will to get them done. Everything's easier when you're there and harder when you're not. Without you, nothing works the way it should.
But when I know you're there, in my life, I feel like I can do anything, MJ.
Anything.
MJ...?
When I left... when I went away....
...it was because I was so far outside your life, I could never *do* anything to help, I could never be a part of what you do, and you could do it so well, that I just....
I didn't think you needed me, Peter. That's all I wanted to know, that's all I needed to hear, that you needed me, that you...

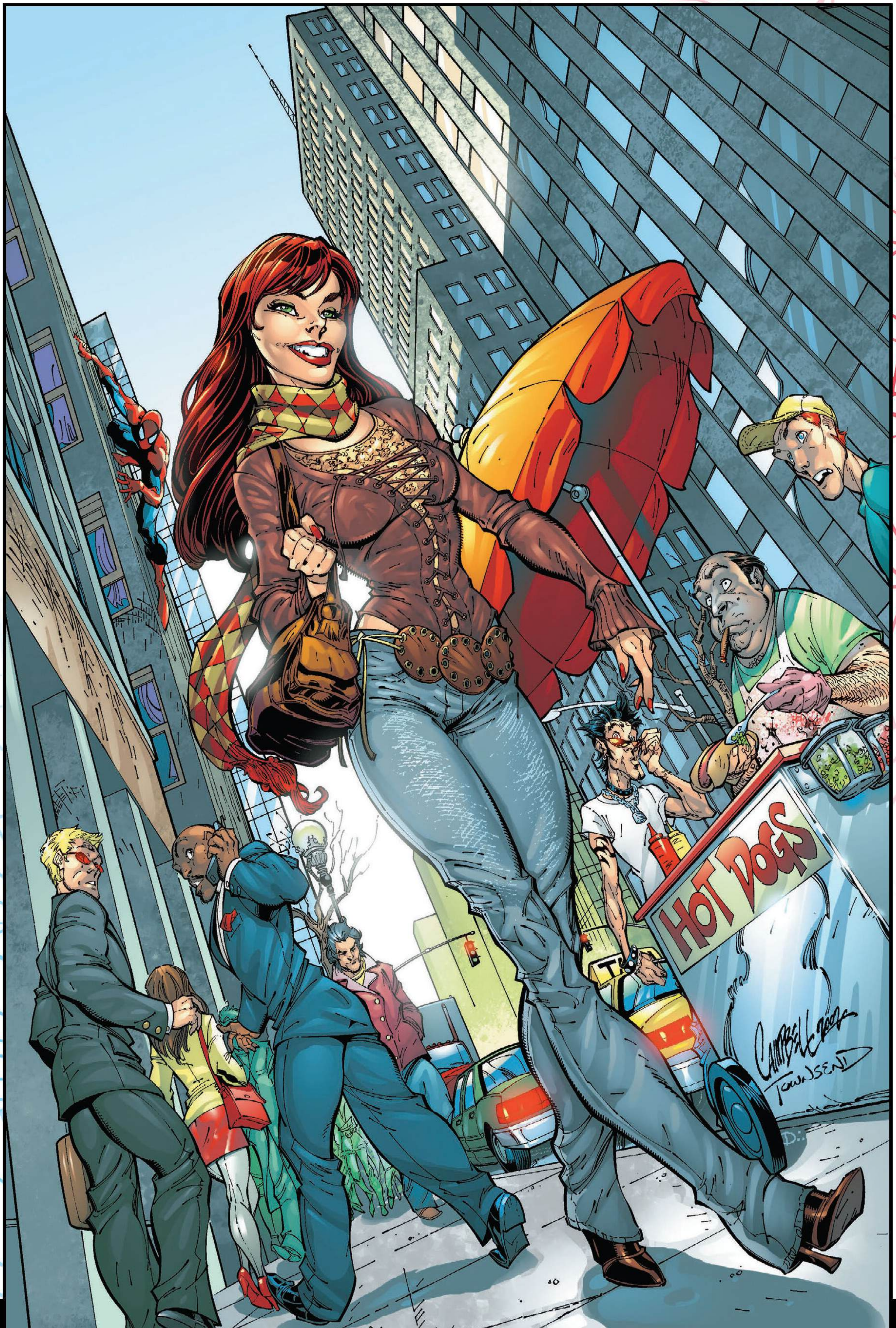

I was so afraid you didn't need me anymore.
I do. I love you, MJ.
I need you.
I'm nothing without you.
Come home.
Come home to me.


Okay... okay, Peter, I'll --
Did the ground just move?
It always does.
That's it... a little more... okay, you're clear.
Looks like everything's under control.
Mostly. We had one distraction while you were --
Doctor Doom is not a distraction.
SECURITY
He came to a few minutes ago.
It is my understanding that you took it upon yourself to prevent harm from befalling me.
You mean did I save your sorry butt? Yeah. I did. I'm not happy about it, but I did it.


Nonetheless, I owe you a debt, and --
Keep it. The reason those guys came after you, the reason all this happened, is that you *are* a tyrant, and I can't wait for the day when I can turn on CNN and watch you trying to defend yourself in front of a jury in The Hague.
So take your thanks and stick it.
It is well that I owe you a debt, because I would kill anyone else who spoke those words to me.
Yeah, yeah, tell it to the Marines.
Sir...?
We're ready to escort you to another part of the airport where you can continue your journey.
Good. It is well that I was on my way.
Your countrymen have much to learn about manners.
Well, sir, you know, we can't all be Canadians...
Well, at least that's over. Anything else?
No, I... guess not.
BAGGAG
TAXI
Well, there is one thing...


This is... a friend of mine. A very, very dear friend of mine. MJ, Captain America. Captain America, MJ.
Hello.
Hi. I mean, hello. Sir. I mean --
It's all right.
BAGGAGE
A word to the wise from someone who's been down this road for a while.
The mask is supposed to hide your face. Don't let it hide your heart.
Who was that masked man?
I'm *so* going to hurt you.
I need to find a place to change. Then we're going for a long walk while your travel agent books you on a flight to New York...
"...I don't want anything to get in the way of us again."
Please empty your pockets of anything metal.
CLINK CLINK
Oh, my...


Now, tell the truth, isn't this better than hanging around with the Amazing Lobster-Boy?
That's the Amazing Lobster-*Man.*
Not in those tights.
God, but I missed you, MJ. I missed you so much.
This won't be easy, you know that.
I know. But it's worth it.
You're worth it.
You're worth it and I love you and I need you. Welcome back, MJ.
Welcome back.



AMAZING SPIDER-MAN #51